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MASTERS OF THE UNIVERSE™ ENCYCLOPEDIA

SEASON ONE

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MASTERS OF THE UNIVERSE ENCYCLOPEDIA

SEASON ONE

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MASTERS OF THE UNIVERSE ENCYCLOPEDIA SEASON ONE

INTRODUCTION

When Mattel brought He-Man and the Masters of the Universe back to the forefront in 2001 he was still fresh in people's minds, thanks to new developments, the advancement of the Internet being the biggest. Website owners began sharing their memories of the Masters of the Universe. Why was Trap-Jaw was such a great toy? Why was "The Problem With Power" a classic episode? Why did the minicomic that came with Leech look so unhealthy? All of these questions were debated, which slowly but surely saw the development of an ever-growing fan base that is now an established on-line community. This fan base has gone to great lengths to preserve Mattel's eighties product.

Now that more opportunities to create far-greater products based on Mattel's product existed fans were clamoring for new He-Man and the Masters of the Universe material! New techniques and skills meant that the toys would be of higher detail, the comics would look beautiful, and the animated series would leap from the screen.

More opportunities also mean that what you hold in your hands right now was something that we could only dream about during the original Masters of the Universe run.

In the eighties Marvel Comics published a groundbreaking series titled "Handbook of the Marvel Universe." These books detailed EVERYTHING about the characters that existed in Marvel's vast universe. Thanks to opportunities we now have the chance to do what the late Mark Gruenwald had done so expertly with the Marvel Universe.

And so here it is, the Masters of the Universe Encyclopedia!

The main purpose of this Encyclopedia is not only to categorize everything (toys, comics, animated), but also merge the current canons of the new Masters of the Universe line into one big story.

So now you can read how shortly after Two-Badd attempted to separate himself, Skeletor tried to enter Castle Grayskull and failed, resulting in dimensional displacements, causing the appearance of an evil Man-At-Arms!

MASTERS OF THE UNIVERSE ENCYCLOPEDIA SEASON ONE

CHARACTERS

Since the dawn of time, good has always fought evil in some form. Whether it be physically, or in a more high-powered, spiritual sense. Every individual has choices to make in their lives, and it is these choices that quite often determine whether they are good or evil.

This timeless battle also exists on the planet Eternia, where the heroes, the Masters of the Universe, battle the villains, the Evil Warriors. The Evil Warriors seek to obtain an ancient power to rule the planet, and the Masters of the Universe continually fight to protect Eternia from falling into their hands.

It is a never-ending story that the planet of Eternia bears witness to, and like all stories, good and evil are led by characters who are the very personification of what they fight for.

The heroic He-Man– the most powerful man in the universe– leads the Masters of the Universe into battle against the evil Skeletor– the lord of destruction and leader of the Evil Warriors.

But He-Man and Skeletor do not fight this battle alone, and it is this fact that makes the planet of Eternia spring to life. Individuals from all walks of life have chosen their paths; the forces of good and evil now having a variety of warriors, each with their own amazing and unique powers.

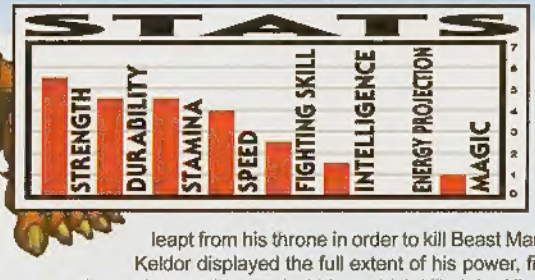
It is with these powers that they choose to either defend Eternia, or overthrow it.

STATS EXPLANATION

	0	1	2	3	4	5	6	7
STRENGTH	none	below normal	normal	above normal	lift up to 500 lbs	lift up to 2 tons	lift 2-10 tons	immeasurable
DURABILITY	none	easily injured	normal	above normal	able to withstand significant injury	able to withstand fatal injury	super-human	invulnerable
STAMINA	none	unable to sustain for 1 minute	able to sustain for 1-5 minutes	able to sustain up to 1 hour	able to sustain for several hours	able to sustain for up to a day	able to sustain for multiple days	unlimited duration
SPEED	0 mph	slow (1-9 mph)	normal (10-20 mph)	above normal (21-35 mph)	super-human (36-100 mph)	approaching sonic (101-760 mph)	super sonic (761-1500 mph)	mega-super sonic (over 1500 mph)
FIGHTING SKILL	none	little skill	normal (no training)	normal (some training)	normal (extensive training)	master of one form of combat	master of several forms of combat	master of all forms of combat
INTELLIGENCE	brainless	below normal	normal	above normal	gifted	genius	super-genius	omniscient
ENERGY PROJECTION	none	energy on contact for limited time	energy on contact for extended time	low levels for limited time	low levels for extended time	high levels for limited time	high levels for extended time	immeasurable
MAGIC	none	potential user	limited spell knowledge	typical spell knowledge	extensive spell knowledge	master of one magical art	master of more than one magical art	deity

BEAST MAN

Real Name:	**BEAST MAN**
Role:	**EVIL HENCHMAN**
Former Aliases:	**NONE KNOWN**
Place of Birth:	**UNREVEALED**
Known Relatives:	**NONE**
Base of Operations:	**SNAKE MOUNTAIN**
Height:	**8' 3"**
Weight:	**826 LBS**
Hair Color:	**ORANGE**
Eye Color:	**BROWN**



History

Beast Man stood alongside Skeletor from the very start of the villain's quest to conquer Eternia.

He first crossed paths with Skeletor, then known as Keldor, in the Village of the West on the Berserk Islands. As Keldor was attacked by a large wolf-like creature, Beast Man appeared and slew the beast, impressing Keldor with his savage nature. Keldor immediately set about employing the services of Beast Man, but the creature had no desire to align himself with anyone and so launched himself at Keldor in an attempt to slay him.

Though the two were evenly matched as soon as Keldor lost his Havoc Staff, Beast Man gained the advantage. Moments away from defeat, Keldor was saved from Beast Man when warriors from the Kingdom of Trinok captured both of them. Now imprisoned, Beast Man and Keldor learned that they were to be fed to King Trinok, ruler of the Berserk Islands. Beast Man knew that he could not escape on his own, and Keldor was quick to point out that if the pair were to team-up, his own magic would be advantageous in escaping. A perplexed Beast Man listened as Keldor explained that his goal was not to kill the savage, but recruit him. A reluctant Beast Man listened to Keldor's proposal: that he would serve Keldor without question should the two of them become successful in escaping.

Their eventual escape was an impressive affair, whereby they fought many of the King's warriors. During the battle, King Trinok leapt from his throne in order to kill Beast Man. Keldor displayed the full extent of his power, firing an impressive magical blast which killed the King, leaving Beast Man and all those in the area in shock. Keldor's hands—still radiating with power— were aimed in the direction of Beast Man, who immediately begged for mercy. The pair quickly left the arena and Keldor explained that the Berserk Islands could no longer be a home to Beast Man, now that he was wanted for the death of King Trinok. Keldor simply stated that Beast Man would serve him or die. Knowing that Keldor spoke the truth, Beast Man dropped to his knees and accepted Keldor as his master.

Time passed and Keldor gained more Evil Warriors as his evil began to dominate the land. Beast Man was part of the group of Evil Warriors that attacked the Hall of Wisdom and were subsequently banished to the Dark Hemisphere imprisoned behind the Mystic Wall.

Beast Man's natural ability to control the many creatures on Eternia gives him the advantage to spy and inform Skeletor of the latest actions of the Royal Palace and the Masters of the Universe.

Like most Evil Warriors, Beast Man's help often goes unnoticed by Skeletor, prompting Beast Man to make a comment under his breath. These comments are usually heard by Skeletor, and Beast Man will try to change his comment to a compliment.

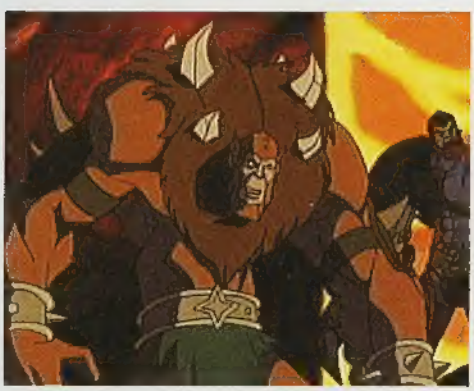
Though Skeletor almost routinely berates Beast Man, he knows him to be loyal, and on one occasion quipped that he enjoys his enthusiasm. When a plan is foiled and Skeletor is on the verge of defeat it is usually Beast Man atop one of his Griffins who saves Skeletor from imprisonment. This is a sign of his loyalty to Skeletor who, as Keldor, helped him escape certain death all those years ago.

Unwittingly, Beast Man has come the closest to learning He-Man's secret identity of Prince Adam. When Beast Man sent his hounds out to locate He-Man, the two creatures came back with a garment belonging to Prince Adam. Skeletor and Evil-Lyn both rebuked Beast Man for his useless hounds, reflecting badly on his position as an Evil Warrior.

In the past, Beast Man has attempted to strike out against

Eternia on his own. Because he cannot control dragons, as they are extremely powerful creatures, one of Beast Man's plans involved stealing a mother dragon's eggs and raising them on his own, hoping that they would obey him without question. Just as Beast Man was explaining his plan to Evil-Lyn, Skeletor entered and "encouraged" him to have the dragons help him overthrow Eternia. As Beast Man's luck would have it, just as he was about to show Skeletor the mother dragon's eggs he'd collected, he noticed there was a hole in the bag and discovered that he had lost them all. At that point Beast Man's plan had failed, though further trickery led to Skeletor attacking Castle Grayskull via the dragons and nearly defeating the heroes.

Having since learned not to strike out on his own, Beast Man laid the seeds of a new plan for Skeletor when he showed him the vicious Shadowbeast creatures he kept in his beastly menagerie. Although Skeletor's patience was already at an end, Beast Man explained that the Shadowbeasts could attack at night. Though the plan was not completely successful, both the Royal Palace and Castle Grayskull suffered a great deal of damage.



Although Beast Man's intellect is not the greatest, he is not as ignorant and foolish as some of his fellow Evil Warriors, namely Clawful. However, Beast Man's limited capacity for thought has at times led to Skeletor's downfall. When Beast Man possessed one of the Legacy Stones, he forgot the mantra to activate its power. This lead to He-Man knocking Beast Man through a wall and taking the stone for himself, ultimately resulting in Skeletor's Defeat.

Evil-Lyn, who often enjoys berating Beast Man's antics, was impressed when his quick-thinking prompted him to control Man-E-Faces when in his monster guise. Beast Man had complete control over Man-E-Faces and used him to attack the other Masters. However, Beast Man's control was lost when Man-E-Faces was tricked into knocking Beast Man to the ground. He eventually managed to break Beast Man's spell so that he could change into his monster guise without fear of attacking his friends.

Unbeknownst to Beast Man, his fellow Evil Warriors once decided to eliminate the strange aroma that was associated with his presence. When Beast Man discovered their plan to remove an odor he knew nothing about, he was shocked and the gathered Evil Warriors felt slightly guilty and embarrassed. Before the device could be used on Beast Man, the small creature Odiphus accidentally destroyed it, transforming himself into the foul-smelling Stinkor.

When Skeletor attempted to use interdimensional magic to breach Castle Grayskull, Beast Man lost one of the components that was essential in building the gateway. To recreate the component, Skeletor drained a portion of Beast Man's life-force and linked it with Tri-Klops' mind, which had thorough knowledge of the design. The spell was successful, but caused Beast Man to lose consciousness and proved that Skeletor's determination on this mission was far greater than the worth of his Evil Warriors. Beast Man was so badly injured that when facing Man-At-Arms in combat, he simply collapsed before a slightly confused Man-At-Arms.

Recently, Beast Man and the Evil Warriors were sent by Skeletor to retrieve a weapon that was apparently hidden in a cave. The Masters of the Universe ambushed, fought and overpowered the villains, imprisoning them at the Royal Palace for their criminal acts. Unknown to all, Skeletor's intention was to have his Evil Warriors captured so he could trick Eternia into a false sense of security. Within days of their imprisonment, Beast Man and the Evil Warriors escaped, and their current whereabouts and value to Skeletor are unknown.

Known Superhuman Powers:

Beast Man has the natural ability to control any animal he desires. He does so by sending telepathic impulses into the creature's brain. This enables him to project mental commands to the animal's mind and simultaneously carry out those commands. Beast Man usually gives specific commands through spoken words, but he can also project them mentally through his brain impulses.

Beast Man can also use his hypnotic ability to affect the mind he controls, while allowing the creature to retain his independent will. For example, as long as a creature is of a savage nature and possesses a fairly limited brain capacity, he would only need to issue one command and would have no need to continue linking minds with the animal, letting it continue on its own destructive nature.

Beast Man has used creatures in most of his missions for Skeletor, his griffins being the most effective mode of transport for the Evil Warriors. His gargoyle creatures are often required to spy on the Masters, while his giant worm creatures are used for their effectiveness in different climates— more so in Subternia. His serpintaurs are powerful, lightning-fast creatures that can fly and are extremely beneficial in battle.

Beast Man has a keen sense of smell, and— to a certain extent— can track human prey, though apparently he cannot detect his own odor. His control over Man-E-Faces when in his monster guise proved that there are few limitations to Beast Man's powers, and that we have not yet seen their full potential.

(Other) Abilities:

Beast Man is an expert at using the whip as an offensive weapon. He is a masterful natural fighter and an extremely formidable hand-to-hand combatant.

Limitations:

Thus far the only major limitation Beast Man has displayed is his inability to control dragons. It is unclear as to why they are the only species he is unable to place under his will power, but it may be due to their extraordinary rage that have proven too awesome for him. It has also been noted that if Beast Man loses consciousness in any way, he will automatically lose control of the creature he is controlling.

Weapons:

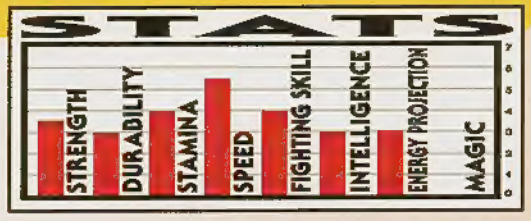
Beast Man wields a whip as his primary weapon.

Transportation:

Like the other Evil Warriors, Beast Man's transportation derives from the assorted vehicles and ships located in Snake Mountain. However, he frequently uses his telepathic powers to summon griffins and make a quick getaway.

BUZZ-OFF

Real Name:	**BUZZ-OFF**
Role:	**HEROIC SPY IN THE SKY**
Former Aliases:	**NONE KNOWN**
Place of Birth:	**ANDREENOS**
Known Relatives:	**NONE**
Base of Operations:	**ANDREENOS**
Height:	**6' 0"**
Weight:	**150 LBS**
Hair Color:	**N/A**
Eye Color:	**AQUA**



History

Buzz-Off is the wise leader to his people the Andreenids, who live a tranquil life in the Mystic Mountains. He is also a loyal warrior to Queen Andreeno, ruler of Andreenos.

When the Mystic Wall fell, the Andreenids and the Avionians were in a heated trade dispute. Buzz-Off agreed to a meeting at the Royal Palace with Stratos, leader of the Avionians. While most of the details regarding the trade dispute were addressed, King Randor and Stratos pleaded with Buzz-Off to join the Masters of the Universe in order to present a larger united front against Skeletor and his Evil Warriors. Buzz-Off declared that his people would form no alliance and would continue to take care of themselves, safe in the Mystic Mountains. Even though Buzz-Off knew of the existence of Skeletor, he believed the villain posed no threat to him or his fellow Andreenids.

Knowing that the Andreenids made Ambrosia, the miracle food that powers their species, Skeletor formulated that the mistrust between the Andreenids and the Avionians during their trade dispute would present the prefect opportunity to steal the Ambrosia. Presented with evidence of treachery from the Avionians, Buzz-Off was quick to jump to conclusions and was often on the verge of declaring war. Fortunately for Buzz-Off, Stingrad— his chief councilor— acted as his voice of reason. When the situation grew completely out of hand and the two species confronted one another, Skeletor again tricked Buzz-Off into believing the Avionians were beginning their attack. Buzz-Off issued the command to fight, thus prompting the Avionians to fight back. Only when He-Man intervened did the Andreenids and the Avionians realize that they had been cruelly tricked.

With the trade dispute resolved and the supply of Ambrosia greatly lessened by the forces of evil, Buzz-Off realized that an alliance would be for the best, though initially he did not warm towards the Masters of the Universe.

After an invasion of Castle Grayskull, Man-At-Arms was forced to reveal why the Masters must protect what Buzz-Off described as a "pile of old stones." When Ram Man suggested that they all take an oath to defend the secret of Castle Grayskull, he targeted his sug-

gestion towards Buzz-Off whom he nicknamed the "new guy." Buzz-Off, still new to the Masters, thought it was a ridiculous idea to take an oath, believing that he had already proven his loyalty in battle. The pair continued their quarrelling, and when Skeletor tricked the Masters into believing they had a traitor in their midst, Ram Man immediately accused Buzz-Off of treachery. Buzz-Off was outraged at the accusation, and the two began to fight in front of the other Masters. When He-Man arrived to break the pair apart, Buzz-Off stormed from the scene in disgust at the way he had been treated. When Ram Man was revealed as the prime suspect, Buzz-Off was furious and launched himself at the warrior, only to be held back by Man-At-Arms. Eventually, Ram Man was cleared of all charges and apologized to his fellow Masters, with the Andreenid reluctantly accepting his apology.

Over the course of time, Buzz-Off became more relaxed around the Masters, even joking with them on one occasion that Man-E-Faces could be the monster that a few tradesmen had discovered in the Tar Swamp. His comradeship with Ram Man grew as the two sparred with each other on friendlier terms.

When the time came to celebrate Queen Andreeno's jubilee, Buzz-Off decided that he would present her with Honeyberries from Veridas. Orko accompanied Buzz-Off on the trip and was present when Buzz-Off was confronted and struck down by Adzar, one of three giants that were terrorizing the town. Buzz-Off left humiliated and would not let Orko tell anyone at the Royal Palace what took place, threatening him if he were to do so. When the other Masters learned of the plight of the people in Veridas they rushed to their aid. Upon seeing the three giants, the Masters began to formulate a battle plan, but Buzz-Off's thirst for vengeance against the giant Adzar immediately jeopardized any strategy they had in mind. Buzz-Off and Adzar became engaged in a running battle which caused a large amount of damage to the town of Veridas, enabled the other two giants to beat the Masters and claim the Crystal of Prasinus, and resulted in Buzz-Off himself being knocked unconscious. Upon regaining consciousness, Buzz-Off was horrified at what damage his foolish pride had caused. He-Man explained to him that the Masters of the Universe do not fight for pride or revenge. Realizing He-Man's words to ring true, Buzz-Off journeyed to the home of the three giants in an attempt to retrieve the Crystal of Prasinus. When confronted by Buzz-Off, Adzar immediately began taunting the Andreenid, hoping to take advantage of his foolish pride. This time, however, Buzz-Off ignored the insults. He was able to successfully retrieve the Crystal of Prasinus and eventually present Queen Andreeno with the honeyberries.

After the recent capture of Skeletor's Evil Warriors, Buzz-Off once again journeyed to Veridas to find more honeyberries. Unexpectedly, he was captured by the same three giants and now resides in Snake Mountain alongside the other Masters of the Universe.

Known Superhuman Powers:

Buzz-Off, like most members of his race, has the natural ability to fly by means of his natural wings, which span fourteen feet from wingtip to wingtip. The wings have an extremely flexible skeletal structure, enabling him to maneuver exceptionally fast while in flight.

Buzz-Off's entire anatomy is naturally adapted to flying.

His exoskeleton is composed of an extremely light, yet highly durable material. His eyes are specially adapted to be able to withstand high-speed winds, which would harm the normal human eye. Buzz-Off's multi-faceted eyes give him a visual capacity that far exceeds that of his human allies.

As would be expected, Buzz-Off flies by flapping his wings, enabling him to cruise and be capable of diving swoops. It is unknown to what heights Buzz-Off can fly, but he has been seen to fly beneath the height of the clouds.

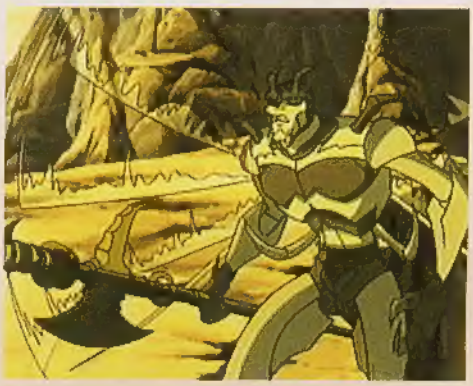
Buzz-Off can fly non-stop under his own power for as long as he desires.

(Other) Abilities:

Buzz-Off is moderately skilled in hand-to-hand combat.

Weapons:

Buzz-Off carries with him a long lance, which can shoot blasts of electrical energy. By spinning the spear at an incredibly fast rate, he can power up the lance which can then be used as a weapon with a constant electrical current.



CLAWFUL

Real Name:	CLAWFUL
Role:	WARRIOR WITH THE GRIP OF EVIL
Former Aliases:	NONE KNOWN
Place of Birth:	ISLE OF BLAKELY
Known Relatives:	CLAW GUY I (COUSIN)
Base of Operations:	SNAKE MOUNTAIN
Height:	8' 1"
Weight:	583 LBS
Hair Color:	N/A
Eye Color:	BLACK

History

Clawful is one of Skeletor's strongmen alongside Beast Man and Whiplash. His vast strength and deadliness in combat against the Masters of the Universe are the only reason Clawful has become a mainstay in the Evil Warriors.

It is believed that Clawful was one of the later additions to Skeletor's group of henchmen. Clawful was part of the group of Evil Warriors that attacked the Hall of Wisdom and were subsequently banished to the Dark Hemisphere, imprisoned behind the Mystic Wall.

His cousin and associates on Orkas Island (known as the Claw Guys), respect Clawful's role as a member of the Evil Warriors, and when Clawful's cousin learned that Man-At-Arms arranged to meet up with Dekker at his home on Orkas Island, they captured him in order to lure Man-At-Arms into a trap so they could present him to Skeletor. Clawful's cousin's plan to capture Man-At-Arms went awry, and Snake Mountain was sent a false code. This resulted in Clawful and Skeletor standing on a remote rock structure in the middle of the sea for hours waiting for the arrival of Man-At-Arms. No doubt Clawful was quite innocently punished for his cousin's failure to deliver.

Clawful is easily the least intelligent of the Evil Warriors; his comments are often comparable to a child's. Possibly one of the finest examples of Clawful's foolishness came when Skeletor entrusted he and Whiplash to activate a device that would aid in the destruction of the Mystic Wall. Clawful had been instructed that all he needed to do was press the button located on the device, yet this proved too hard for him to remember. A short while later when ambushing the heroes as they made their way through the Mystic Mountains, Clawful—without prompting— rebuked his fellow Evil Warriors as he activated an explosive device: "I know! I know! The *button*!" This proved that on very rare occasions he can recognize his own stupidity.

Clawful also showed his child-like mind when his cousin attempted to contact him from Orkas Island. Standing over a pool in Snake Mountain, Clawful was not sure what the ripples in the water meant until Evil-Lyn revealed that it was the code used by his species. Clawful remarked that he was never too good at spelling, which did not surprise Evil-Lyn. When Skeletor told Clawful to send a reply to his cousin, the villain acknowledged the command and looked confusingly at his claws, not knowing how to communicate via the code. Fortunately for Clawful, Evil-Lyn walked him to the pool claiming that she would help, thus Clawful avoided the wrath of Skeletor.

Clawful's limited intellect also creates a tragic innocence around his fellow Evil Warriors. He has been known to speak out quite innocently, usually pointing out a flaw in one of Skeletor's long-winded rants against his warriors. This usually results in Clawful suffering a blast from Skeletor's Havoc Staff.

Recently Clawful and his fellow Evil Warriors were sent to retrieve a weapon that was apparently hidden in a cave. The Masters of the Universe ambushed, fought and overpowered the villains, imprisoning them in the Royal Palace for their criminal acts. Unknown to all, Skeletor's intention was to have his Evil Warriors captured so he could trick Eternia into a false sense of security. Within days of their imprisonment, Clawful and the rest of the Evil Warriors escaped. Their current whereabouts and value to Skeletor are unknown.

Known Superhuman Powers:

Clawful possesses the superhuman physical attributes of his species; in addition to his superhuman strength, he possesses superhuman endurance; superhuman resistance to injury; the ability to lodge himself into cracks and crevices in caves, blending in to evade capture or to strike; and the ability to retreat into his shell.

Clawful's unique individual power is centered in his massively-developed claws. By natural strength and power alone, he is able to punch through or sever most materials on Eternia with a single blow. In truth, Clawful's snapping claws are used to terrorize more than actually capture. On one occasion, Clawful used his claws to summon four of Skeletor's Killer Squid vehicles so the Evil Warriors could traverse the Sea of Rakash. It may be that Clawful summoned the vessels by code, but since Clawful has proven that he knows little about code, it is highly doubtful.

(Other) Abilities:

Clawful is a highly formidable hand-to-hand combatant, but relies mainly on his own brute strength and claws to overpower an opponent.

Clawful's Cousins:

Limitations:

Clawful's limited intellect can often lead to problems when assigned a mission; something as simple as pressing a button can at times be beyond Clawful's recollect.

The only substance known that Clawful's claw cannot sever is Eternium, the hardest metal on the planet.

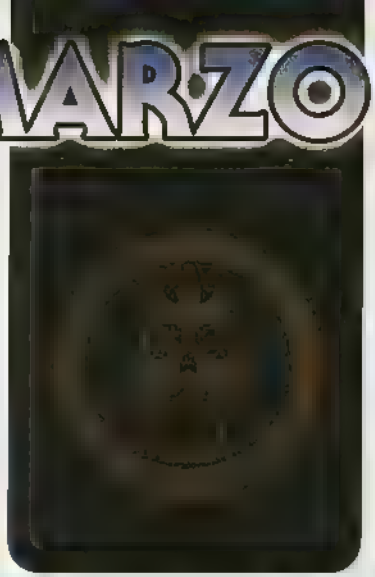
Weapons:

Clawful occasionally wields a mace.

Transportation:

Like the other Evil Warriors, Clawful's transportation derives from the assorted vehicles and ships located in Snake Mountain.

COUNT MARZO

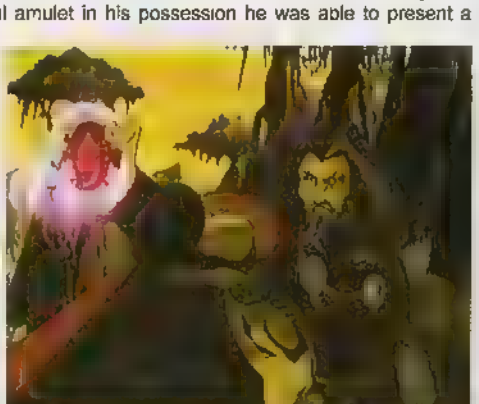


Real Name:	MARZO
Role:	ANCIENT ENEMY OF THE COUNCIL OF ELDERS
Former Aliases:	NONE KNOWN
Place of Birth:	UNREVEALED
Known Relatives:	NONE
Base of Operations:	SNAKE MOUNTAIN
Height:	6' 1"
Weight:	232 LBS
Hair Color:	BLACK
Eye Color:	RED

History

Many years before Keldor and his Evil Warriors attacked the Light Hemisphere, Count Marzo launched an attack of epic proportions on the Hall of Wisdom, completely catching The Council of Elders unaware.

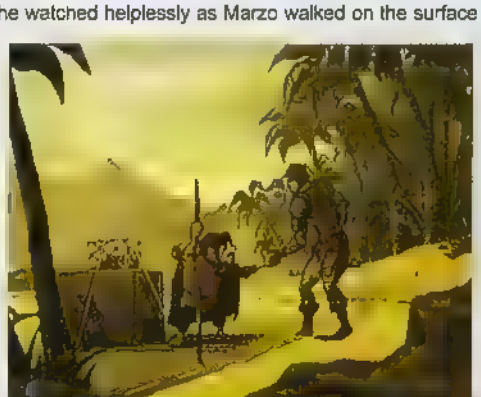
Count Marzo's thirst for power had become all-consuming, and with his powerful amulet in his possession he was able to present a considerable threat to all of Eternia. Fortunately for Eternia, Captain Miro— father of King Randor— and his army managed to defeat Marzo, only after a long and costly struggle.



The defeated Count was presented to the Council of Elders, who used their mystic powers to imprison him in an old man's body. If that were not enough punishment, the Elders had him exiled to the Dark Hemisphere, while the amulet— the source of his magical power— was placed far beyond the reach of man within a ridge in the Sands of Fire.

Count Marzo's opportunity to exact his revenge in Eternia occurred when Mekaneck was suffering from depression, believing that his ability to extend his neck was a useless power. Marzo, who was still trapped in the frail form of an old man, discovered the depressed Mekaneck musing by a lake. He recognized that Mekaneck was troubled, and upon discovering that the warrior desired greater powers, he played along, stating that he could grant Mekaneck any wish he desired. Count Marzo told Mekaneck to retrieve an amulet from the Sands of Fire as a way of payment, as it was a gift from his dearly departed sister. An unhesitant Mekaneck agreed to help the old man, not knowing that he was Count Marzo in disguise.

Mekaneck soon retrieved the amulet, but instead of his wishes being granted, he watched helplessly as Marzo walked on the surface of the lake and vanished in a flash of light.



Out of sight, Count Marzo assumed his natural form with the amulet in his grasp. He immediately used the amulet and discovered that King Miro had been replaced by his son Randor, and that the Hall of Wisdom was no more. He decided the Royal Palace would be the best place to exact his revenge, and so ventured onward with his hounds.

At the Royal Palace, Count Marzo was confronted by He-Man, Battle Cat and the Masters, and along with his amulet and his savage hounds, effortlessly defeated any opposition that stood in his path.

Only Mekaneck, using his neck to the best of his abilities, was able to defeat Count Marzo by taking away his amulet. He-Man threw the amulet into the seas of Eternia, as Marzo was placed in prison.

After the recent capture of the Evil Warriors, Skeletor set up his new Council of Evil. Somehow Count Marzo was freed and his amulet returned, and he now currently works alongside Skeletor.

Skeletor's first task for Marzo was to retrieve the Ram Stone

from the Ru ns of Zalesia Accord ng to Count Marzo, who returned with the Ram Stone in his possession, the Faceless One—protector of the stone— lost the fight. Outside Snake Mountain, Count Marzo teamed up with Evilseed and managed to defeat He-Man.

Upon the Council of Evil's journey to Castle Grayskul , Count Marzo was angered that Skeletor would not reveal exactly what ultimate power was contained within the castle, and would only share that power if he decided to. As Skeletor stood on a cliff with his back to his Council of Evil, Count Marzo attempted to destroy him using the power of his amulet. He failed, but Skeletor did not seek vengeance. He merely took the amulet and the Ram Stone away from Marzo in order to use them to attack Grayskull himself. The combined Council of Evil now seeks to overthrow the castle and retrieve the power that lies with n

Unusual Features:

Since his reappearance as part of the Council of Evil, Count Marzo's eyes no longer have irises. His entire eyeball is permeated with sh fting red spots of energy, presumably a sign of his ever-constant evil mag.c.

Known Superhuman Powers:

Strictly speaking, Count Marzo and other human sorcerers do not have superhuman powers. He merely has the ability to manipulate mystical energy, as it does not lie within his be ng.

The limits of Count Marzo's power derive from h s own amount of tra n ng, disc p.ine, knowledge and enlightenment of the mystic arts. He possesses a greater knowledge and mastery of the arts of magic than most humans.

It is bel eved that Count Marzo was born with an almost natural talent for sorcery, and has fulfilled that potential through long years of study and train ng. Marzo's magic, like that of most sorcerers, is derived from three ma,or sources: personal powers of the soul, mind, and body, derived through developing his own psychic resources (mesmerism, astral projection, thought-cast ng); powers gained by tapping into the universe's ambient magical energy and using it for specific effects (illusion-casting, energy projection), and powers gained through the tapping of extra dimensional energy by invoking entities or objects of power ex sting in mystica dimens ons tangential to Eterna. The latter means the power is usually gained through the recitations of spells either ntualized ones found in mystical texts or by original spells, invoking extra dimensional ass.stance.

The ful range of magical feats Count Marzo can perform is not known, but al are generated through the amulet. His most common methods of spell-casting appear to be the projection of magical bolts of energy and the ability to create a protective shield around himse f.

(Other) Abilities:

Count Marzo is a high y formidable hand-to-hand combatant and swordsman.

Limitations:

Marzo has become so dependent on his magic amulet that if ever separated from it he is almost immediately overpowered, even though he possesses magical abilities.

Weapons:

Count Marzo's most important weapon is his magical amulet which he carries at all times. The amulet not only augments his magical abilities, but also his physical strength. It is so feared that after Marzo's failed attempt to conquer the Hall of Wisdom, the Council of Elders placed the amulet within a ridge in the Sands of Fire.

Recently, Skeletor, employing Count Marzo in his new Council of Evil, used the amulet along with the Ram Stone to attack Castle Grayskull.

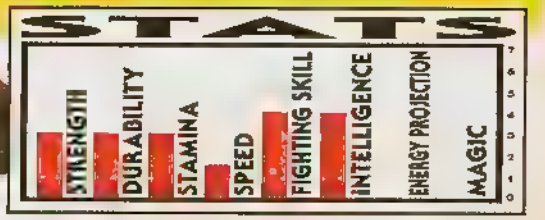
Count Marzo also occasionally carries a sword into battle, which he can make appear and disappear via the power of his Amulet.

Pets:

Count Marzo has two large hound-like creatures that aid him in battle. These savage creatures exhale smoke clouds that knock people out upon being enveloped by the fumes. They can also produce fire and an unknown acid that drips from their maws.

DEKKER

Real Name:	DEKKER
Role:	FORMER TEACHER-AT-ARMS
Former Aliases:	NONE KNOWN
Place of Birth:	UNREVEALED
Known Relatives:	NONE
Base of Operations:	ORKAS ISLAND
Height:	6' 2"
Weight:	265 LBS
Hair Color:	WHITE
Eye Color:	BROWN



History

Long before Keldor and his Evil Warriors mounted their large attack on the Hall of Wisdom, Dekker was training classes of students at the Royal Palace of Eternos as the Teacher-At-Arms. Dekker did more than teach his students the essentials of being a great fighter; he taught them the humility that must come with the responsibility of being a warrior. Two of his students stood out from the rest and proved to be his favorites: Duncan and Randor.

Many years later, Dekker's two favorite students stood side-by-side as Man-At-Arms and Captain Randor when the Hall of Wisdom was breached by Keldor. Together they drove the villains away to the Dark Hemisphere.

Shortly after the imprisonment of Keldor and his forces, the Royal Palace of Eternia and its people assumed a more passive role. Around this time it is believed that Dekker retired from his role as Teacher-At-Arms and moved to Orkas Island to spend the rest of his life in a far less stressful role.

Recently, Man-At-Arms arranged to meet up with Dekker at his home on Orkas Island. Unfortunately, members of Clawful's species (known as the Claw Guys)— specifically Clawful's cousin— learned of this meeting and captured Dekker, hoping to lure Man-At-Arms into a trap so they could present him to Skeletor. Dekker had trained Man-At-Arms well, and when Dekker did not appear at the arranged meeting point, he knew something was wrong.

Dekker and Man-At-Arms were reunited when Man-At-Arms and his daughter Teela were captured by Clawful's cousin. Tied to the same rock, Dekker and Man-At-Arms staged an argument to fool one of the Claw Guys into freeing them so they could "brawl." However, when the two stood up, they quickly turned on their captor. This was a tactic the pair had used many years ago when they had been ambushed by a group of bandits on the Isle of Blakely. Dekker, along with Man-At-Arms, Teela and He-Man, soon managed to ward off their captors, and the teacher and student were once again reunited under more pleasant circumstances.

Although Keldor's forces are once again threatening Eternia, Dekker shows no sign of returning to active duty— something which is accepted by all who know him.

Unusual Features:

Dekker wears an eye-patch over his left eye. It is unknown whether or not he has any use in his left eye, as there is heavy scarring around the patch.

Known Superhuman Powers:

None

(Other) Abilities:

Dekker was an accomplished military strategist and leader. He possessed extensive expertise in hand-to-hand combat, gymnastics, acrobatics, and the use of firearms and a wide variety of other hand-held weapons.

Limitations:

Dekker's physical prowess and stamina, though still remarkable for a man of his age, has lessened over the years since his retirement.

EVIL-LYN

Real Name:	EVIL-LYN
Role:	EVIL WARRIOR GODDESS
Former Aliases:	NONE KNOWN
Place of Birth:	UNREVEALED
Known Relatives:	FACELESS ONE (FATHER)
Base of Operations:	SNAKE MOUNTAIN
Height:	5' 9"
Weight:	130 LBS
Hair Color:	WHITE
Eye Color:	PURPLE

History

Evil-Lyn has stood alongside Skeletor from the very start of the villain's quest to conquer Eternia.

Evil-Lyn was part of the group of Evil Warriors that attacked the Hall of Wisdom and were subsequently banished to the Dark Hemisphere, imprisoned behind the Mystic Wall.

Evil-Lyn is often regarded as the second-in-command of the Evil Warriors. It is easy to understand why. None of the other villains have her intelligence, power, cunning and determination to one day overthrow Skeletor. Because of this, Skeletor always keeps Evil-Lyn where he can see her, hence her position as second-in-command.

Evil-Lyn is often around to remind Skeletor of his defeats at the hands of the Masters of the Universe, and was quick to remind him of his first defeat to He-Man. This prompted a trivial confrontation wherein Skeletor asked Evil-Lyn if she thought that she could do a better job of leading the Evil Warriors. Sarcastically, she rebuked that Skeletor himself was the most fitting for that particular role. After his first defeat to He-Man, Skeletor mused on the connection between the Council of Elders and this new threat. Evil-Lyn had already worked out the connection, thus when the Evil Warriors confusingly asked what the connection was, Evil-Lyn was quick to steal Skeletor's revelation.

Evil-Lyn's very confident mannerisms will often infuriate Skeletor, more so when the two play their familiar game. Evil-Lyn will think of an idea to defeat He-Man, and Skeletor will adopt that idea, claiming it as his own. Evil-Lyn will compliment Skeletor on his clever plan, the pair both knowing what just occurred.

For Skeletor, Evil-Lyn infuriated him to the point of no return when the heroes bound him in a crystal belt that caused him pain whenever he attempted to use his powers for evil. Evil-Lyn took great advantage of this situation, pushing Skeletor to his limits by not only mocking him, but also goading him into using his powers which injured him in the process.

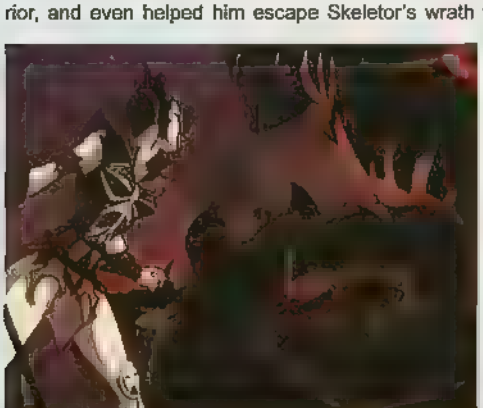
Evil-Lyn's most ambitious plan to overthrow Skeletor came when she took advantage of his weakening grip over Snake Mountain and observed him. Believing that Skeletor had become shortsighted with his goal to claim the Council of Elders' power, she decided to unleash the secrets of the Shakarran crystal- the object that Skeletor drew his power from. Evil-Lyn acknowledged that the Shakarran crystal was calling out to her, begging for its full potential to be unleashed. She knew of the existence of the Shard of Darkness, a missing piece of the the crystal, and with the two combined she would effortlessly take control and defeat Skeletor. Upon reassembling the Shakarran crystal, Evil-Lyn was horrified when Skeletor appeared and defeated her within a matter of seconds, foiling her plan.

On another occasion when Man-At-Arms' device— the Immobilizer— fell into her hands, Evil-Lyn mocked Skeletor who, like every other warrior nearby, was frozen. Knowing that he could hear every word, Evil-Lyn threatened that she would use the Immobilizer to obtain the power of Castle Grayskull and conquer all, even Skeletor himself. Her plan was foiled by the arrival of He-Man, and no doubt Skeletor punished Evil-Lyn for even thinking of betrayal.

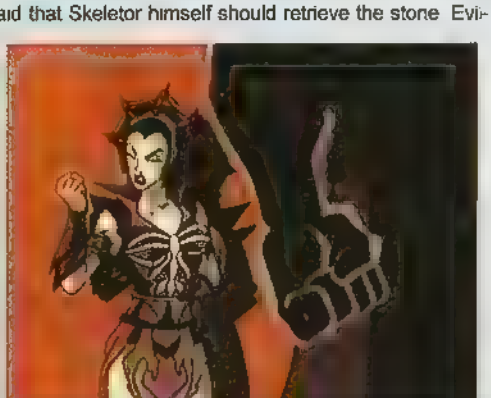
Evil-Lyn is not afraid of anyone and is always the first to speak out against Skeletor and any of the other Evil Warriors. Often when Skeletor sends his Evil Warriors out to complete a task, she is the leader. When Skeletor hired the services of Tuvar and Baddhra, Evil-Lyn led the Evil Warriors in her own mission to claim victory over He-Man once Tuvar and Baddhra had completed their task. When Evil-Lyn attempted to overthrow Skeletor with the Shakarran crystal, she managed to convince Trapjaw and Tri-Klops to help her build a device to channel its power. Although the pair warned Evil-Lyn of Skeletor's vengeance, she cared not, even threatening Trapjaw for speaking out.

Though Evil-Lyn has a mixed relationship with Skeletor and the Evil Warriors, the one person she does not get along with is Tri-Klops. This was highlighted when she made him build the device to channel the power of the Shakarran crystal. When Skeletor appeared to foil her independent plan it was revealed that Tri-Klops was the one who informed Skeletor of her betrayal. This has led her to have a distinct disliking for Tri-Klops' continual allegiance with Skeletor.

Some of the Evil Warriors, like Clawful, are not on the receiving end of Evil-Lyn's insults. She often helps the incompetent Evil Warrior, and even helped him escape Skeletor's wrath when he had to communicate with his cousin on Orkas Island.



Evil-Lyn's history was partially revealed when Skeletor sent her to retrieve the Ram Stone from the Ruins of Zaiesia. Evil-Lyn was quick to assure Skeletor that the Ram Stone was just a legend, much to his annoyance. Evil-Lyn explained that the Ram Stone was guarded by the Faceless One— a powerful figure that she claimed was too powerful of a foe for her to tackle— and said that Skeletor himself should retrieve the stone. Evil-Lyn eventually confronted the Faceless One, who— unknown to all— was Evil-Lyn's father. The Faceless One was disappointed to see that his daughter was still wasting her talent in the service of Skeletor. She revealed to her father that she believed Skeletor to possess power that she would share and one day take for her own. The Faceless One listened, disgusted by his daughter's vile ambitions.



Shortly after defeating her father in battle, Evil-Lyn left the Temple of the Ram Stone with the stone by her side. At Castle Grayskull, Skeletor was close to entering the castle via the Ram Stone when it was accidentally knocked into the abyss. Unbeknownst to Skeletor, Evil-Lyn leapt into the abyss, retrieved the Ram Stone and returned it to the temple, revealing her loyalty to her father. Upon recovering from his earlier battle with Evil-Lyn, the Faceless One saw the returned stone and read a letter in which his daughter stated that Skeletor would never bother him again. The Faceless One knew that there was still hope for his daughter.

Recently Skeletor sent Evil-Lyn and her fellow Evil Warriors to retrieve a weapon that was apparently hidden in a cave. The Masters of the Universe ambushed, fought and overpowered the villains, imprisoning them at the Royal Palace for their criminal acts. Unknown to all, Skeletor's intention was to have his Evil Warriors captured so he could trick Eternia into a false sense of security.

Within days of their imprisonment, Evil-Lyn and the Evil Warriors escaped. Their current whereabouts and value to Skeletor are unknown.

Unusual Features:

When powered by Ambrosia, Evil-Lyn's skeletal structure was transformed, what appeared to be horns protruded from her skull and shoulders. The effect was only temporary, as the Ambrosia soon wore off.

Known Superhuman Powers:

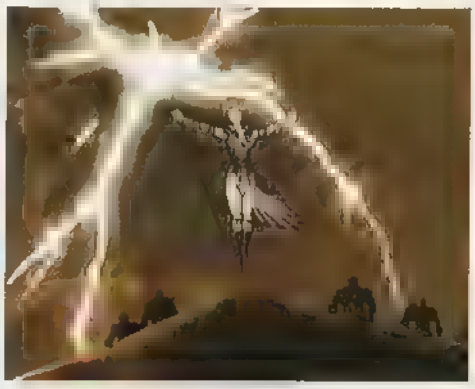
Strictly speaking, Evil-Lyn and other human sorcerers do not have superhuman powers. She has the ability to manipulate mystical energy, as superhuman powers do not lie within her being.

The limits of Evil-Lyn's power derive from her own amount of training, discipline, knowledge and enlightenment of the mystic arts. She possesses a greater knowledge and mastery of the arts of magic than most other humans.

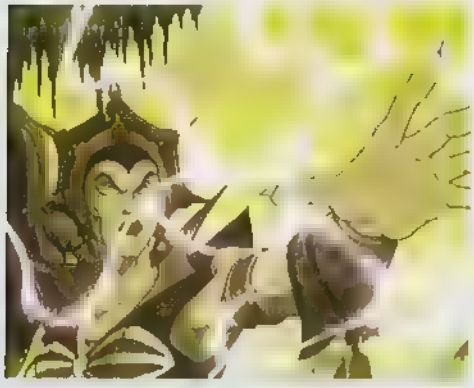
It is believed that Evil-Lyn was born with an almost natural talent for sorcery, and has fulfilled that potential through long years of study and training. Evil-Lyn's magic, like that of most sorcerers, is derived from three major sources: personal powers of the soul, mind and body, derived through developing her own psychic resources (mesmerism, astral projection, thought-casting); powers gained by tapping into the universe's ambient magical energy and using it for specific effects (illusion-casting, energy projection), and powers gained through the tapping of extra dimensional energy by invoking entities or objects of power existing in mystical dimensions tangential to Eternia. The latter means the power is usually gained through the recitations of spells, either ritualized ones found in mystical texts or by original spells invoking extra dimensional assistance.

When spell-casting on a large scale, Evil-Lyn will often recite a stanza. Whether this is a necessity in the actual casting of the spell or just an easier way for her to summon the complexities of the spell is unknown.

Noticeable physical oddities occur to Evil-Lyn's very being during the recitation of a spell or a simple activation of her magical abilities. On occasion her eyes will glow iridescently, indicating the workings of a spell. Sometimes unbeknownst to Evil-Lyn, she will pass into a state of levitation when spell-casting, her feet landing back on the ground when the spell is over. On rare occasions Evil-Lyn will become enveloped in a large glowing ball of magical energy. This usually occurs when the spell being cast is of a great magnitude.



Like most human sorcerers, Evil-Lyn's hands play a pivotal role in the dynamics of a spell. If her situation demands that she fire a magical bolt of energy from her hands, she will simply aim the palms of her hands in the preferred direction and activate the spell. However, if a spell is being channeled through her wand she will use her free hand to gesture the desired direction of the spell. If she were to lower her arm during this time, the direction of the spell would follow her hand, thus she must maintain her hand position until she deactivates the spell. Her hands and the role they play in her spell-casting are so familiar to the Masters that when they recently imprisoned Evil-Lyn, they made sure that her hands were bound by large gauntlets.



The full range of magical feats Evil-Lyn can perform is unknown. Her most common methods of spell-casting appear to be the projection of concussive magical bolts of energy and the ability to form protective shields of mystical energy. She can manipulate the dimensions of the area around her: transforming a harmless Magmatite shower into a bombardment of large rocks, creating a sandstorm and even levitating inanimate objects.

When powered by the Andreenids' Ambrosia, Evil-Lyn displayed an enormous amount of power. The effect was only temporary, as the Ambrosia soon wore off.

Evil-Lyn possesses a wide range of telepathic abilities. She has demonstrated that she can create a telepathic mental link with another human being, through which she can read the person's mind, scan their memories and communicate mentally with others over long distances. Evil-Lyn can also use her mental powers to create illusions in the minds of others. With this she has been able to detect the location of the Coridite crystal, discover that Teela had been given telepathic powers, and— during this time— send false messages to Teela tricking her into leading the Masters into an ambush. One of her strongest mental powers is the ability to place other people under her mental domination, which she did— in the form of a siren— to Ram Man. After a certain amount of time the bond did begin to break, but it was Man-At-Arms' technology which enabled Ram Man to break free of Evil-Lyn's mental possession. In the form of the siren, Evil-Lyn demonstrated what looked like her ability to shape-shift. In reality, Evil-Lyn remained exactly the same physically, but her illusion-casting made it appear that she was of different physical dimensions.

When trying to incite a war between the Andreenids and the Avionians, Evil-Lyn used her illusion-casting abilities on Beast Man's Gargoyles, making it appear that they themselves were Andreenids and Avionians.

Evil-Lyn also has displayed the extremely unique ability to blend into the shadows, creating a partially invisible effect. Though she does not employ this spell often, it is easily one of the most beneficial powers she has demonstrated.

Evil-Lyn's magic is so powerful that when Zodak used it against her and the other Evil Warriors she was unable to break free. The only individual to break free from her magic, with much time and effort, was Skeletor.

She once mentioned to Tri-Klops that she does not worry about exhausting her powers, believing that she can maintain her spell-casting for as long as she desires. If Evil-Lyn is knocked over or unconscious during a spell or display of magic, the magic will instantaneously subside.

(Other) Abilities:

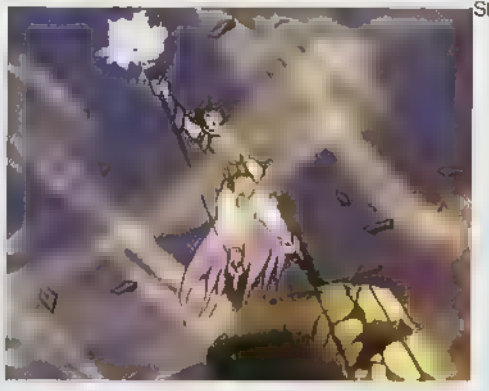
Because Evil-Lyn relies so heavily on her magic, she very rarely engages in physical confrontation and has below-average knowledge of hand-to-hand combat. However, Evil-Lyn has shown that she is incredibly skilled at using her magic wand as a weapon.

Limitations:

If Evil-Lyn is knocked off-balance or unconscious during the casting of a spell or an actual display of her magical abilities, her power will subside instantaneously, breaking the spell.

Weapons:

Evil-Lyn's magic wand is used mainly to channel her magical abilities and fire concussive bolts of power at her enemies. She has also used it as a source of light upon entering the Temple of the Ram Stone.



Transportation:

Like the other Evil Warriors, Evil-Lyn's transportation derives from the assorted vehicles and ships located in Snake Mountain.

EVILSEED

Real Name:	**EVILSEED**
Role:	**EVIL MASTER OF CHAOTIC PLANT LIFE**
Former Aliases:	**NONE KNOWN**
Place of Birth:	**UNREVEALED**
Known Relatives:	**NONE**
Base of Operations:	**SNAKE MOUNTAIN**
Height:	**6' 1"**
Weight:	**237 LBS**
Hair Color:	**N/A**
Eye Color:	**RED**

History

Evilseed was a criminal that threatened Eternia many years before Skeletor returned from the Dark Hemisphere. He was imprisoned for his crimes deep within a cavern known as the Root Cellar.

Evilseed resurfaced on Eternia when Orko, following Ram Man's advice, journeyed through the Evergreen Forest to find Moss Man, who he hoped would help him with a garden he was tending. Falling into the underground cavern, he stumbled upon Evilseed, but assumed that he was Moss Man. Seeing an opportunity to return to the surface, Evilseed did not see fit to correct Orko on his mistake, and encouraged him to plant some magical seeds in his garden. Orko returned to the palace and planted the seeds, which subsequently spread across the Royal Palace. The plants not only captured the king and queen, but also the Masters of the Universe.

Evilseed wanted to seek revenge on the fact that humans had gorged themselves on plant life for years. He placed his hostages in a large cavern with very aggressive plants with snapping jaws. Just as Evilseed appeared to be victorious, Orko appeared with the real Moss Man. Moss Man and Evilseed, having fought one another in years past, used their unique control over plants to battle.

Minutes later, with Evilseed lying defeated, Orko decided to boast about the powers within Castle Grayskull. Almost immediately Orko realized his mistake, and Evilseed escaped their clutches. He was eventually defeated by the Masters as he made his way towards Castle Grayskull, and Moss Man took Evilseed back to his imprisonment in the Evergreen Forest.

After the recent capture of his Evil Warriors, Skeletor set up his new Council of Evil. Evilseed has since been freed from his prison and now works alongside Skeletor. The combined Council of Evil now seeks to overthrow Castle Grayskull.

Unusual Features:

Due to his natural plant-like appearance, Evilseed's mouth opens and closes in such a way that it appears as if his skin is stretching over his mouth.

Known Superhuman Powers:

Evilseed has the ability to manipulate any type of plant-life he desires. He does so by sending telepathic brain impulses which stimulate the naturally-occurring process of plant photosynthesis. Once so stimulated, a plant becomes receptive to his ordered thoughts.

Evilseed can also animate the roots of plant-life, which allows him to create additional limbs, uproot trees, cause vines to grow at a super-accelerated rate, and force plants to shed their leaves or drain them of their moisture. Evilseed will often manipulate the more naturally-aggressive plant forms of Eternia.

He can also merge with ordinary plant life or use it to increase his mass, gaining mental control over substance. Evilseed has no difficulty reforming his "true" physical state, and has the ability to create sharp thorns that protrude from his body.

(Other) Abilities:

Because he relies so heavily on his power to manipulate plants, Evilseed very rarely engages in physical confrontation and has below-average knowledge of hand-to-hand combat.

Limitations:

Evilseed is unable to control any plant life that is under the control of Moss Man.

Transportation:

Evilseed will often use his power of manipulating plants to create large, root-like modes of transport that move underneath the ground at great speed and are capable of traversing the land of Eternia.

MASTERS OF THE UNIVERSE ENCYCLOPEDIA SEASON ONE

VEHICLES

Though magic is a large part of what makes Eternia such an amazing world, science plays an equally impressive role. Unfortunately for the planet Eternia, the science is often used to develop technology– not to aid the planet, but to fight the enemy, whether they are they good or evil.

Over the years the Masters of the Universe and the Evil Warriors have developed many different forms of transport. The various modes of transport have been created for simple tasks such as traversing the land, skies, seas and oceans of Eternia, to ramming through any object or crushing an enemy.

There are many minds on the planet Eternia, both good and evil having principal standout designers that continually try to benefit their cause by creating bigger and better inventions, always pushing the boundaries of science.

Even though science has existed on Eternia for many years, Man-At-Arms– the brains of the Masters of the Universe– continues to expand on simple inventions created years earlier, helping the forces of good battle the Evil Warriors.

Though the Evil Warriors are generally made up of misfits and outcasts, their battle to take control of Eternia is aided by the collective geniuses of Skeletor and Tri-Klops. Tri-Klops quite often brings to fruition the occasional impossible designs of Skeletor.

These vehicles enable the Masters of the Universe and the Evil Warriors to take their battle to places originally thought far beyond their reckoning.

ATTACK SQUID

Role:	ATTACK WATERCRAFT
Length:	16' 2"
Width:	12' 9"
Height:	9' 3"
Weight:	1,370 LBS

Description

The Attack Squid, sometimes referred to as the Killer Squid, is a water-based vessel built in mass-quantities and used only when the Evil Warriors have need of traversing the seas and oceans of Etemia.

It is designed to be a single-seating vessel and cannot take the weight of more than one individual without compromising maneuverability. The vessel's structure and shape is designed to resemble the look of a large mechanical squid, and at the same time retain an advantageous sleek shape capable of moving through the water with great ease. This design also incorporates metallic tentacles that act as if they are alive, and can be used to entangle an individual.

The Attack Squid is built to be highly resilient to water-pressure and the various toxins that lie within the waters of Etemia. It is therefore impervious to corrosion. The electrical wires that relay commands are specially designed to resist water damage.

The Attack Squid is a small, almost insignificant vessel in battle and is rarely used for confrontational purposes. It is extremely fast and maneuverable underwater, thus it is more commonly used to pursue an individual or wade through the seas and oceans at a faster pace.

The Attack Squid is powered by two large jets located at the back of the vessel and connected to a large engine encased at the front, close to the pilot.

For easy and accurate control of the vessel during high-speed pursuits, two control sticks are used. In the rare occasions the vessel is used in battle, the Attack Squid has two missiles which are activated via the control panel.

The Attack Squids are often summoned by Clawful, as they respond to the clicking of his claws. It may be that Clawful summons the vessels by code, but since Clawful has proven that he knows little about code, it is highly doubtful.

Limitations:

Due to the lack of weaponry on the vessel, it is not very efficient in battle and if outnumbered by threatening vessels, proves useless.

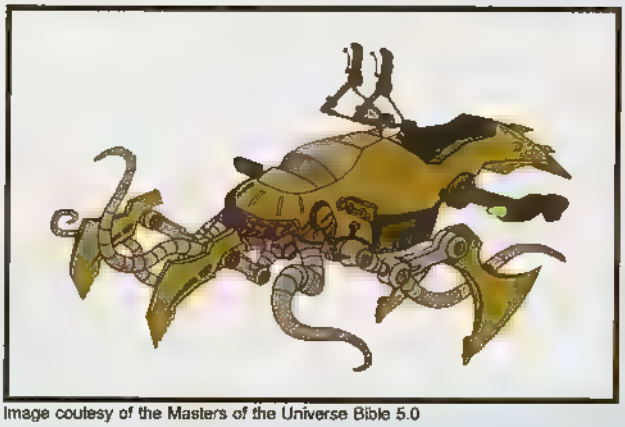


Image coutesy of the Masters of the Universe Bible 5.0

BASHIN' BEETLE

Role:	GRAB 'N SMASH BATTLE VEHICLE
Length:	30' 2"
Width:	17' 1"
Height:	5' 3"
Weight:	9,550 LBS

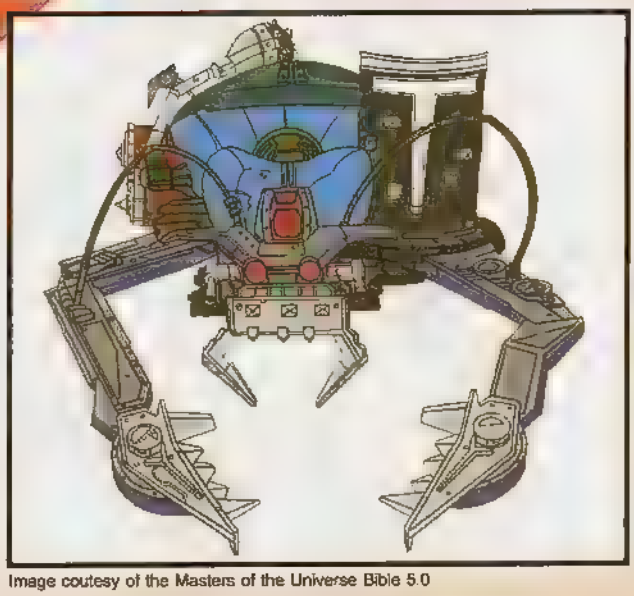


Image coutesy of the Masters of the Universe Bible 5.0

Description

The Bashin' Beetle, designed by Man-At-Arms, is the vehicle used by the Masters of the Universe to confront a land-based situation or enemy vehicle. As Man-At-Arms told Orko in laymen's terms, the vehicle "grabs things, and then smashes them."

The Bashin' Beetle is designed to seat at least three individuals at any one time. It could effortlessly support the weight of more than three, but this would compromise its effectiveness in combat.

The vehicle's structure and shape is designed to resemble the look of a large mechanical beetle. Even with its immense size and extreme weight, the Bashin' Beetle is extremely maneuverable and has established itself to be extremely quick in battle.

An engine located near the rear of the vehicle powers the Bashin' Beetle. This engine enables the vehicle to reach extremely high speeds. For easy and accurate control of the vehicle during high-speeds, two control sticks are used.

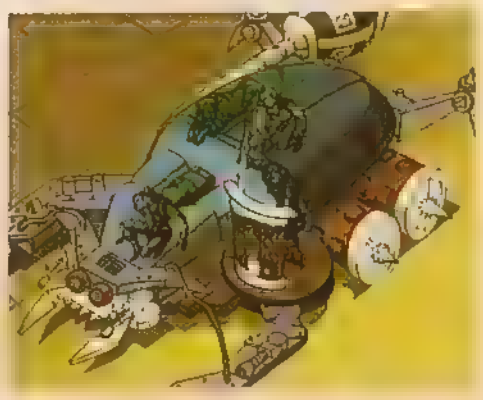
The weapons on the vehicle are activated via the control panel, or the two control sticks.

The Bashin' Beetle has great effectiveness in combat. Not only does it have the two large claws with which to grab any object, but it also has a large boulder attached to an arm, located to the right hand side of the vehicle. The arm is positioned so that it will arc over the vehicle and passengers to strike whatever is held in its claws.

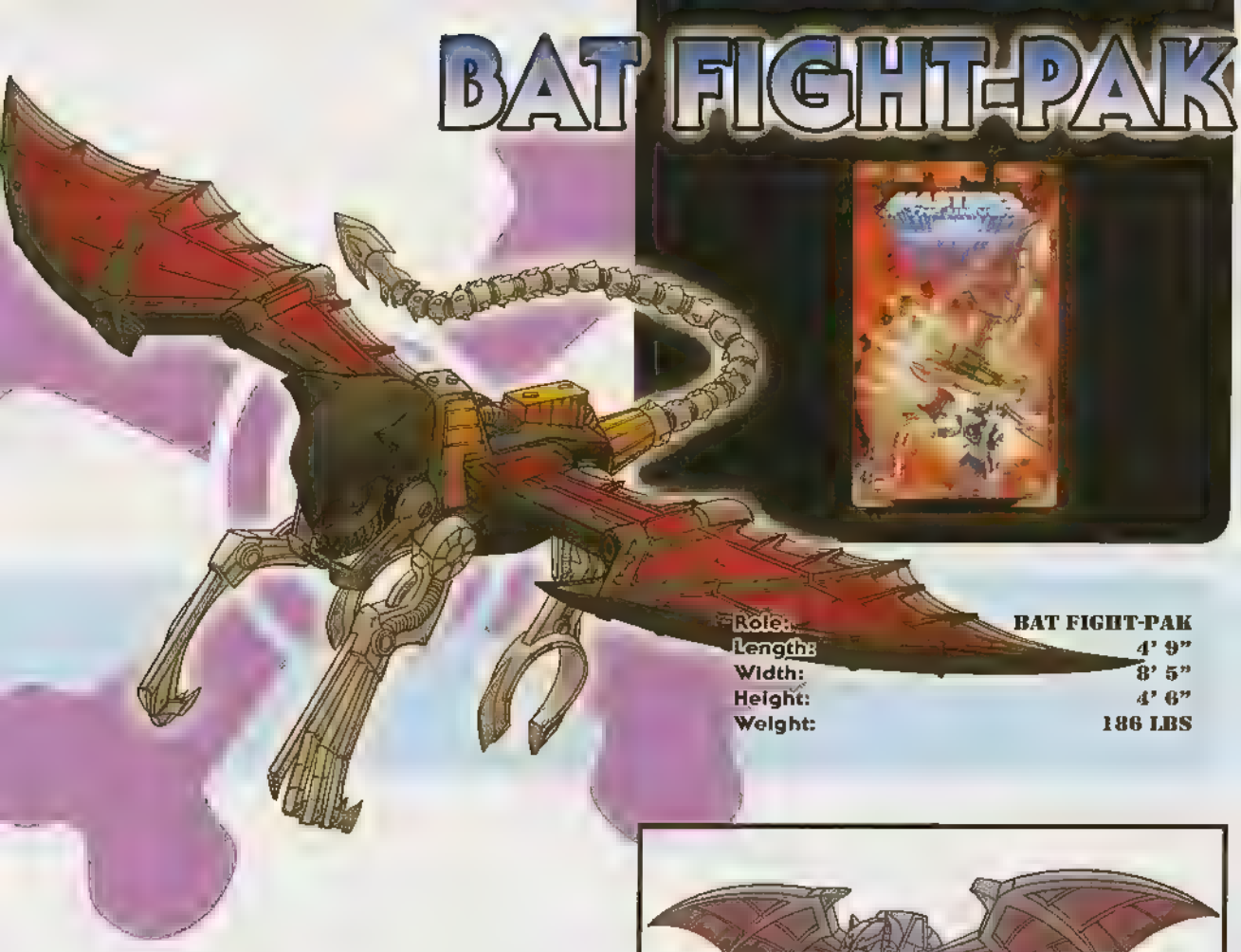
The Bashin' Beetle is highly resilient to damage and can plow through a dense forest without causing any damage to the vehicle itself.

Limitations

Due to its sheer size in battle, the Bashin' Beetle becomes an easy target for the enemy.



BAT FIGHT-PAK



Role:	BAT FIGHT-PAK
Length:	4' 9"
Width:	8' 5"
Height:	4' 6"
Weight:	186 LBS

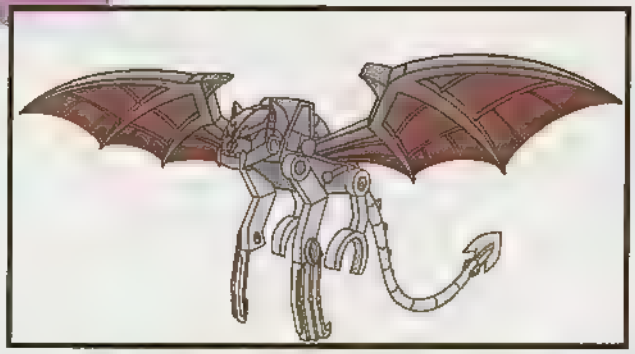


Image coulesy of the Masters of the Universe Bible 5.0

Description

The Bat Fight-Pack, sometimes referred to as the Flying Bat, is a mode of transport that enables an individual to take to the skies. The transport's structure and shape is designed to resemble the look of a large mechanical bat.

Strictly speaking, there are two modes for the Bat Fight-Pack: "battle" and "escape." It is more commonly used amongst the Evil Warriors as a means of escape, allowing Skeletor to flee many a situation. This being the case, the Bat Fight-Pack runs on autopilot a vast majority of the time. It is usually pre-programmed to carrying an individual back to Snake Mountain.

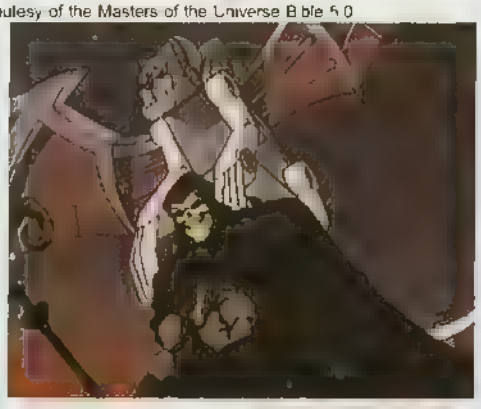
When used in battle, the Bat Fight-Pack's tail is detachable and can be used as a whip. The "head" of the Fight-Pack can be removed and used as a helmet.

The Bat Fight-Pack also has two prominent "feet" that grab an individual by the shoulders. The grip causes no discomfort, enabling an individual to stay in flight for as long as they desire, and is used in both "battle" and "escape" modes. An engine located near the base of the design powers the Bat Fight-Pack. It is fast in flight, and usually catches an opponent off guard.

Though it does not weigh much, the Bat Fight-Pack does not have the greatest of maneuverability, this being another reason why it is used as a mode of escape. The wings create this problem as they are of the design that is typically associated with "gliding."

Limitations

The Bat Fight-Pack is rarely used in combat due to its poor maneuverability, and is used as a means of escape more often than not.



BATTLE HAWK

Role:	**COMBAT AIRCRAFT**
Length:	**19' 3"**
Width:	**15' 1"**
Height:	**5' 3"**
Weight:	**3,460 LBS**

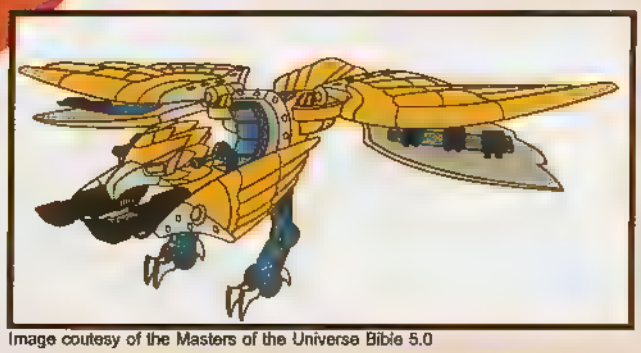


Image coutesy of the Masters of the Universe Bible 5.0

Description

The Battle Hawk, designed by Man-At-Arms and built in mass-quantities, is a relatively low-cost, high-performance weapon system. Therefore, it is the aircraft more commonly used by the Masters of the Universe in the defense of Eternia.

Though it is designed to be a single-seating flying aircraft, on numerous occasions it has effortlessly supported the weight of more than one individual, carrying He-Man, Teela and Battle Cat into battle.

The aircraft's structure and shape are designed to resemble the look of a large mechanical falcon, and at the same time retain an advantageous aerodynamic shape. This design also creates an odd high-pitched sound when in flight, much like the cry of a falcon

Even with its immense size, the weight of the aircraft is not as extreme as one would expect, thus the Battle Hawk is extremely maneuverable and has established itself in air-to-air combat. In an air combat role, the Battle Hawk's maneuverability and combat radius (distance it can fly to enter air combat, stay, fight and return) exceed that of all potential threat fighter aircraft.

The Battle Hawk is powered by two large jets located at the rear of the aircraft, connected to a large engine encased under the pilot. Electrical wires relay commands, replacing the usual cables and linkage controls. For easy and accurate control of the aircraft during high-speed combat maneuvers, two control sticks are used instead of the more conventional center-mounted stick.

The weapons on the aircraft are activated via the control panel or the two control sticks. When entering battle mode, the wings of the Battle Hawk open to reveal three laser cannons on each wing capable of firing extremely concussive laser blasts. The aircraft can also fire missiles from its two front-mounted turrets.

For communication purposes the Battle Hawk has a large viewscreen mounted on the control panel.

Limitations:

Due to the lack of weaponry on the vessel, it is not very efficient in battle and if outnumbered by threatening vessels, proves useless

COMIC BOOKS

On a world like Eternia, bound by no actual physical time, the battle between He-Man and Skeletor will forever continue. This is what has always made the Masters of the Universe brand an exciting one.

In the eighties, DC and Marvel were the companies who expanded on the Masters of the Universe story. What emerged were stories– both good and bad– that continue to be the topic of discussion to this very day.

This time, Mattel has given the Masters of the Universe license to MVCreations, a comic company comprised of fans of the original line who read the DC and Marvel comics when they were young.

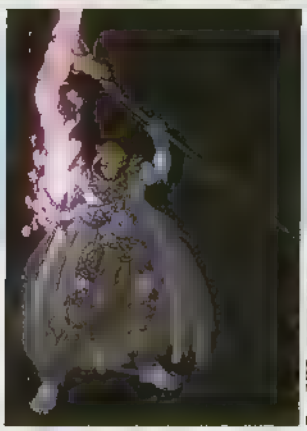
Now it is time for them to tell their stories.

Val Staples, Emiliano Santalucia and the staff at MVCreations have helped create a Masters of the Universe series that continually expands on the stories told by the animated series and helps develop the characters page-by-page, relying on character-building story arcs.

These stories are timeless, and like the DC and Marvel comics of the eighties, they will exist as topics of conversation for many years to come.

PROMO

Story:	VAL STAPLES
Art:	EMILIANO SANTALUCIA
Colors:	VAL STAPLES
Letters:	MATT TYREE
Format:	BLACK & WHITE
Page Count:	16 PLUS COVER
Release Date:	JULY 2002



BACK COVER

SYNOPSIS

He-Man, Man-At-Arms, Mekaneck and Ram Man are sitting around a campfire preparing food. Nearby a Doomseeker spies on them, its vision connected to Tri-Klops. Skeletor suddenly appears, coming over Tri-Klops with Beast Man and Mer-Man at his side. The moment is heated; words are exchanged, and Tri-Klops readies himself to fight his three evil associates. The disturbance causes Tri-Klops' Doomseeker to momentarily lose control, breaking a branch on a bush close to the gathered group of heroes. Mekaneck hears the break and uses his vision to spot the Doomseeker. The Masters of the Universe immediately confront the Evil Warriors, and the battle begins.

This issue also contains brief profile pages for the characters of the *Masters of the Universe* series: Beast Man, He-Man, Man-At-Arms, Mekaneck, Mer Man, Ram Man, Skeletor, Stratos, Tee'a, Trapjaw and Whiplash.

HISTORY

The Promo comic was sold at the Comic Conventions in San Diego and Chicago in 2002, in order to promote the forthcoming *Masters of the Universe* comic by MVCreations.

TARGET TWO-PACK

Story:	VAL STAPLES
Pencils:	EMILIANO SANTALUCIA & ENZA FONTANA
Inks:	EMILIANO SANTALUCIA & MARCO FAILLA
Colors:	VAL STAPLES
Letters:	DREAMER DESIGN
Cover by:	NEAL ADAMS
Format:	COLOR
Page Count:	16 INCL. COVER
Release Date:	AUGUST 2002

SYNOPSIS

At the Royal Palace of Eternia, everyone is preparing for a celebration. Prince Adam and Cringer are sleeping in the shade. Teela approaches and rebukes Adam for the fact that he is two hours late for their combat practice session. Teela is not amused as he tells her to relax and break her constant routine. Man-At-Arms appears and interjects, supporting Adam's statements as he tells his daughter that there is a time to work and a time to relax.

At that same moment in Snake Mountain, Beast Man, Evil-Lyn and Tri-Klops watch the Royal Palace via a Doomseeker. Knowing that everyone at the Royal Palace will be distracted by the festivities, Skeletor sees this as the perfect opportunity to capture the king and queen.

At the Royal Palace celebrations, Man-At-Arms—while pleased with the large turnout—is worried about some of the unfamiliar faces. He encourages Prince Adam to have some fun, and Adam and Cringer begin to mingle with the crowds.

Suddenly Clawful, Evil-Lyn, Trapjaw, Tri-Klops and Whiplash begin their attack, uncloaking from their former guises as party guests. Out of sight, Prince Adam and Cringer transform into He-Man and Battle Cat and charge into battle. The pair defeat Trapjaw and Tri-Klops with ease. The other Masters of the Universe take care of Clawful, Evil-Lyn and Whiplash. At that moment, He-Man receives a telepathic message from the Sorceress alerting him to an attack on Castle Grayskull.

At Castle Grayskull, Skeletor is engaged in a battle of magic with the Sorceress while Beast Man and Mer-Man prepare to enter alongside their master. He-Man and Battle Cat appear, much to the surprise of Skeletor, thinking the heroes would be distracted at the Royal Palace for a longer period of time.

He-Man quickly defeats Skeletor and the lord of destruction and his henchmen disappear in a magical cloud of smoke.

The other Masters arrive at Castle Grayskull and bring news that Evil-Lyn and the other Evil Warriors were defeated shortly after He-Man and Battle Cat left the Royal Palace. With the king and queen and Castle Grayskull safe, the Masters of the Universe rejoice.

HISTORY

The department store, Target, issued an exclusive 2-pack featuring the action figures of He-Man and Skeletor in 2002. In support of this exclusive, MVCreations created this one-shot comic. The story within is intentionally easy-going, as the comic was targeted to introduce He-Man to new, younger readers.

GAMEBOY ADVANCE

Story:	VAL STAPLES & ROBERT KIRKMAN
Art:	EMILIANO SANTALUCIA
Colors:	VAL STAPLES
Letters:	ROBERT KIRKMAN
Format:	COLOR
Page Count:	12 INC. COVER
Release Date:	NOVEMBER 2002

SYNOPSIS

At Castle Grayskull, the Sorceress tells of the chaos spilling across Eternia. She highlights the fact that Eternia's way of life has been significantly altered, there is no place safe from the terror. She warns that fear dominates all future outcome, and that the cause of all this sorrow is the result of Skeletor.

The Sorceress explains that Skeletor, along with his Evil Warriors, have cast a shadow of terror across Eternia. The once separate world of good and evil, light and dark, is no more.

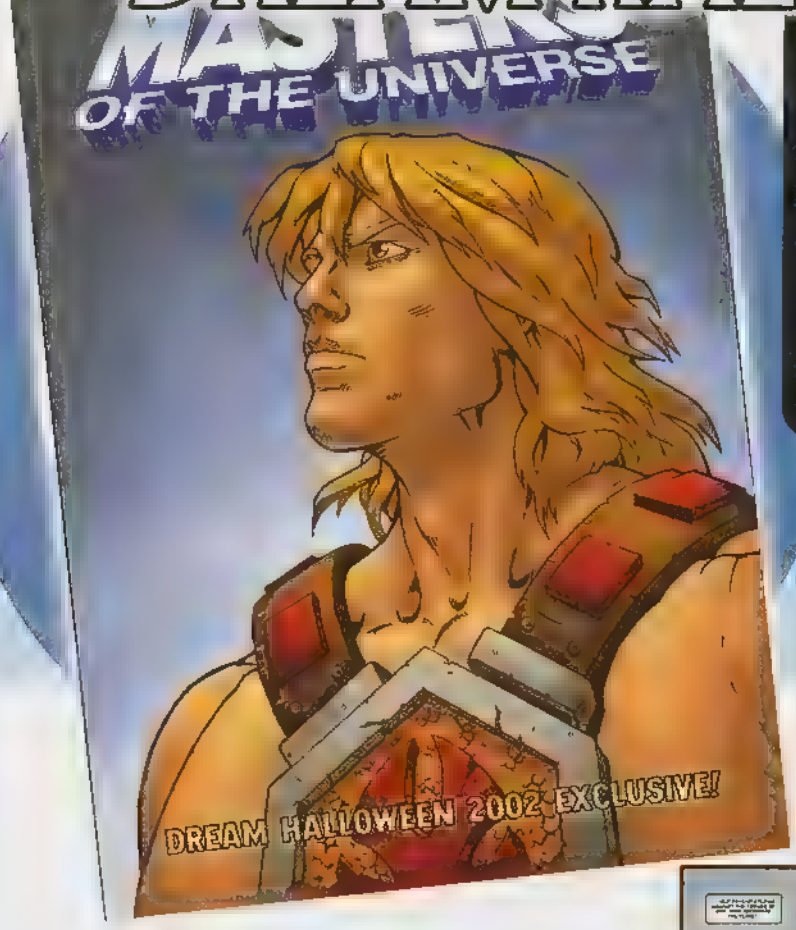
The Sorceress tells Prince Adam that only he has the power to change this situation, but the sixteen year old is bewildered. She hands the prince the Sword of Power, and within a matter of seconds he is transformed into He-Man, the most powerful man in the universe. The Sorceress informs him that he now possesses the power of the ancients, and is Eternia's last hope.

Upon leaving Castle Grayskull, He-Man is immediately attacked by Clawful, Tri-Klops' Doomseekers and an army of skeleton warriors. He-Man is aghast when he sees that Cringer is caught in the crossfire. The hero soon realizes that he will need some help with this battle against evil...

HISTORY

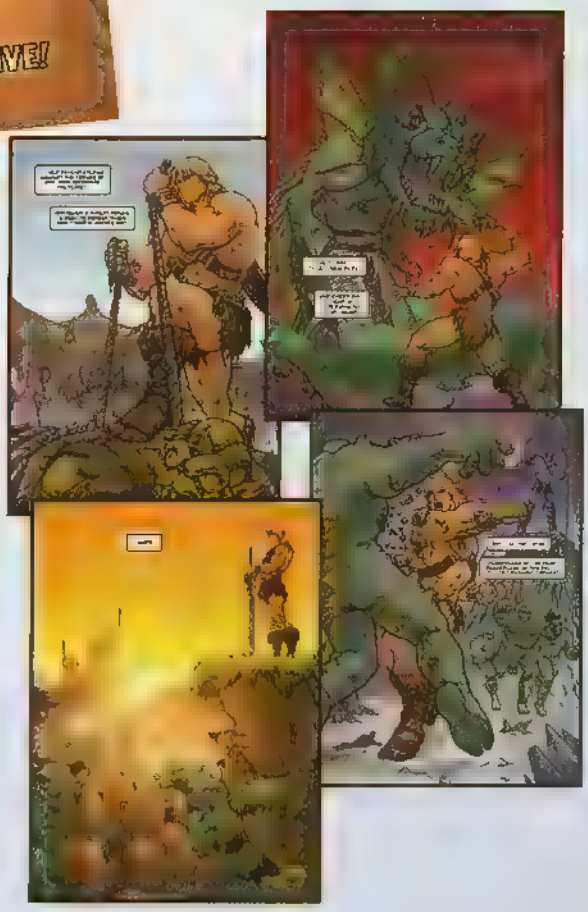
In conjunction with the release of the Gameboy Advance game "He-Man: Power of Grayskull" in 2002, MVCreations created this small-sized one-shot comic that was included with in the package. The story had no actual conclusion, as the end of the comic was the beginning of the game itself.

DREAM HALLOWEEN



Story:	VAL STAPLES
Art:	ENZA FONTANA
Colors:	VAL STAPLES
Letters:	ROBERT KIRKMAN
Format:	COLOR
Page Count:	12 INCL. COVER
Release Date:	OCTOBER 2002

DREAM HALLOWEEN®
CAAF
Children Affected by AIDS Foundation



SYNOPSIS

He-Man talks retrospectively about the life he leads on Eternia. He explains that he defends Eternia against the forces of evil on the planet, and whenever a threat arises he will rush to defend those who stand in harm's way. Every day he faces a new peril, and yet every day he fights with determination in his heart.

He-Man's battle against the forces of evil is one that he cannot win alone, knowing that the other heroes of Eternia fight without hesitation to ensure that evil will never prevail

In a poignant moment he observes that as many battles as they fight, as hard as they try, they do not always emerge victorious. The fear of defeat looms over himself and his friends at every moment, and no matter how strong they are, no matter what they do, the problems never seem to go away

But even with those problems, as individuals they do not stop Regardless of the fear, regardless of the doubt, they continue to push forward

Looking over an Eternian village, He-Man knows that in the end, people will stand together to pick up the pieces and move forward to the next day, to the next battle

As He-Man watches Eternian children dressed in costumes playing "He-Man," he is reminded that there are times when all the battles are worth it, for they know there will always be a reason to keep fighting.

Surrounded by the beauty of the lush Eternian forestry, He-Man tells of the one thing that everyone possesses that always keeps them fighting. The one thing that will always give them a reason to never surrender... Hope

HISTORY

In support of Dream Halloween 2002, an event held by the Children Affected by AIDS Foundation (CAAF) for children born with HIV, MVCreations created this Dream Halloween Exclusive Comic. The comic was never released for sale, as it was an exclusive for this worthwhile cause It was a project that meant a great deal to all involved

MASTERS OF THE UNIVERSE ENCYCLOPEDIA SEASON ONE

ANIMATED SERIES

Visualization has always been a strong part of Masters of the Universe, which is why it is important that the beauty of Eternia be expertly transferred to the screen.

Mike Young Productions was approached by Mattel to bring Masters of the Universe back into the world of animation. He-Man had been away for a long time and the animation industry had changed greatly over the years, due to ex-Filmation artists like Bruce Timm and Tom Tataranowicz.

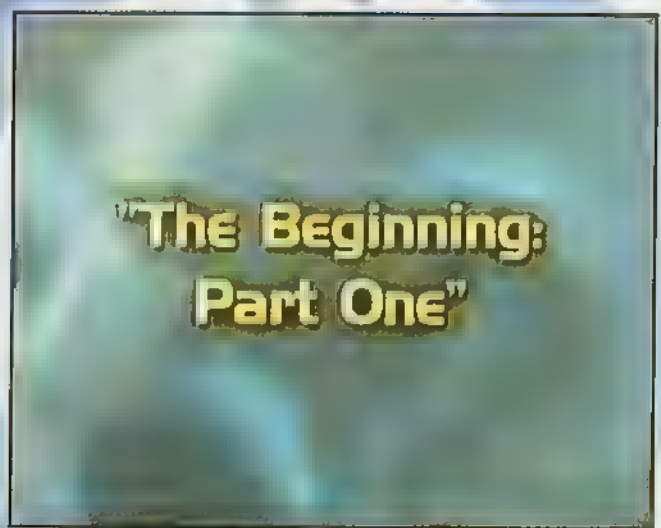
Early in the development stages, Mike Young Productions knew exactly what they needed to make the show stand out from everything else: a strong visual concept and story. Mike Young Productions also went to the trouble of contacting Michael Halperin—writer of the original Filmation series Bible– asking him to write a new Bible for their Masters of the Universe series.

The characters now jump forth from the screen in action-packed adventures over an ever-growing story arc, currently leading to one slithery-conclusion.

Like Filmation all those years ago, Mike Young Productions know they have a huge responsibility; they have to make the characters of Eternia appear real to us.

The Beginning

Part 1



Written & Story Edited by: DEAN STEFAN

Directed by: GARY HARTLE

SYNOPSIS

At the Hall of Wisdom Captain Randor, Man-At-Arms, Mekaneck, Ram Man and Stratos approach the Council of Elders. Randor warns them that Keldor's forces are moving on the capital and will soon be within the Hall of Wisdom. The Elders claim that Keldor's forces will be defeated and Captain Randor will rule Eternia as king in place of the council. An explosion interrupts the conversation, and through the smoke emerges Keldor and his Evil Warriors: Beast Man, Clawful, Evil-Lyn, Kronis, Mer-Man, Tri-Klops and Whiplash.

As the battle begins, Captain Randor watches the Elders vanish in a brief flash of light. Keldor leaps towards Captain Randor and the two engage in battle. Just as it appears that Randor has defeated his foe, Keldor recoils and throws a tube towards him. Randor raises his shield and the tube smashes, unleashing a corrosive liquid that splashes back onto Keldor's own face. The villain screams in sheer agony as Captain Randor reads him his rights. Beast Man, atop his Griffin, flies to his master's side and the villains depart the Hall of Wisdom. Randor orders the heroes to pursue the Evil Warriors.

As he stands alone in the Hall of Wisdom, Randor hears the voice of the Sorceress. She informs Captain Randor that the heroes will succeed in pushing Keldor's forces to the Dark Hemisphere, leading to peace— for a time. She tells Randor that when the evil returns, a hero will emerge to protect Eternia. Captain Randor demands to know how he will able to identity the individual, but his question is answered with silence.

Many years later at the Royal Palace of Eternia, Prince Adam and Teela are testing their battle skills in front of Cringer, Man-At-Arms and Mekaneck. The two become highly competitive, resulting in the prince falling from his flying disc. Fortunately, Stratos arrives and saves Prince Adam from hitting the ground. Man-At-Arms informs Adam that he needs to work harder on his fundamentals, but he is met with Adam's fun outlook to anything serious. Man-At-Arms begins to remind the prince about the forces of evil, but Adam laughs and claims that the forces of evil are history. Man-At-Arms, having heard nothing from Keldor's forces in years, ponders to himself that Prince Adam may indeed be correct.

On the other side of the Mystic Wall in Snake Mountain, Beast Man, Evil-Lyn, Trapjaw (formerly Kronis) and Tri-Klops are preparing to meet with their master Skeletor (formerly Keldor). Skeletor berates Beast Man for mocking the idea of knocking down the Mystic Wall. Clawful and Whiplash bring in Skeletor's device, designed to cause a massive quake strong enough to breach the wall. Skeletor informs his Evil Warriors that it lacks one vital ingredient: the condite crystal from the Sea of Rakash. At that very moment, Mer-Man appears to the gathered villains, holding the coridite crystal. Skeletor places the crystal into the device which begins to charge up, and vows that he will soon have the power of Eternia.

At the Royal Palace, a celebration is taking place in honor of Prince Adam's sixteenth birthday. Orko is attempting to entertain the guests with his music and magic, but fails on both counts. King Randor questions his son's whereabouts while Queen Marlena assures him that their son will be in attendance shortly. Teela arrives with a tired Prince Adam in tow, claiming he was asleep in the stables.

At the Mystic Wall, Clawful, Tri-Klops and Whiplash activate Skeletor's device. The device fires a huge concussive blast at the wall but explodes in the process, sending the three villains into the air and crashing to the ground further away. The explosion causes a shockwave that is felt in the Royal Palace. To quash his people's fears, King Randor states that is was nothing more than a mild tremor, but deep down he knows better.

Meanwhile, the villains begin attacking the Mystic Wall one by one, weakening it in the process. Finally Skeletor confronts the wall and fires a huge blast from his Havoc Staff. The wall is shattered.

Back at the Royal Palace, Man-E-Faces and Orko are entertaining the gathered crowd with their comical antics. Man-E-Faces suggests that their little "performance" needs a princess, and when Prince Adam suggests Teela would make a great princess, she is quick to convince him otherwise, placing him in an arm lock. While watching their playful banter, Man-At-Arms receives a telepathic signal from the Sorceress. Within a matter of seconds he asks to speak to Prince Adam outside. Man-At-Arms states that he needs Prince Adam to accompany him to Castle Grayskull. Adam believes that this may be part of his birthday "surprise," and agrees to follow.

Meanwhile, Skeletor questions a man regarding the existence of the Hall of Wisdom and the Council of Elders. On the ground where the hall once stood now stands a small marketplace surrounded by ruins. The man informs Skeletor that both the Hall of Wisdom and the Council of Elders vanished many years ago without a trace. Skeletor refuses to believe that all of the Elders' power could have just simply disappeared.

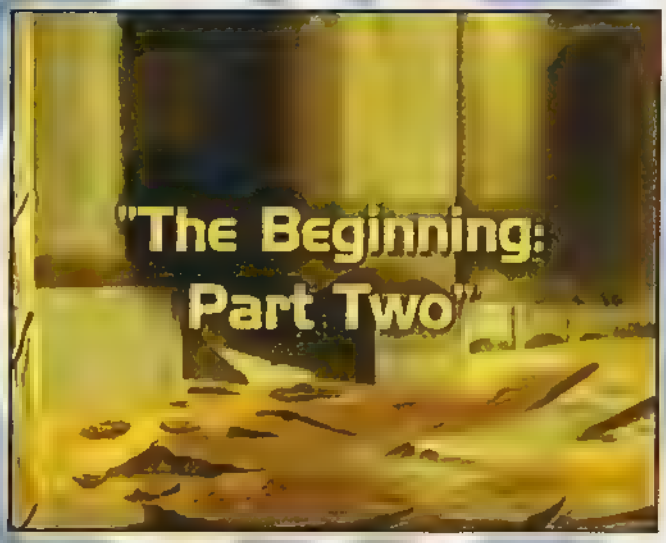
King Randor begins to offer a toast in honor of his son, but when he realizes that Adam is nowhere to be found he abandons the idea. At that same moment, Man-At-Arms and Prince Adam arrive at Castle Grayskull. The jaw-bridge lowers and the two venture into the castle, the prince looking around in amazement at the odd structures inside. The pair enter what appears to be a throne room where they are greeted by the Sorceress of Castle Grayskull. Both Man-At-Arms and the Sorceress take little comfort in Prince Adam making lighthearted quirks about the situation. The Sorceress explains to Adam that many years ago Captain Randor and the forces of good drove Keldor and his Evil Warriors to the Dark Hemisphere. The Mystic Wall was created by Man-At-Arms' technology and the Sorceress' magic to ensure that the villains stayed on the other side of Eternia. Fearing that the villains would one day break free, the Council of Elders transformed themselves into a magical crystal orb that was hidden deep within Grayskull and guarded by the Sorceress.

A bemused Prince Adam prepares to leave, but the Sorceress continues to tell him that the Council of Elders foretold of a day when a hero would emerge to protect Eternia upon the destruction of the Mystic Wall. She tells Adam that he is to be transformed into He-Man. The prince thinks it all to be either a birthday prank or confusion on the Sorceress' part, and leaves Castle Grayskull.

Journeying back to the Royal Palace on a Sky Sled, Prince Adam is shocked when— on the horizon— he sees his home in ruins.

The Beginning

Part 2



Written &
Story Edited by: DEAN STEFAN

Directed by: GARY HARTLE

SYNOPSIS

Prince Adam makes his way towards the smouldering ruins of the Royal Palace. There he immediately sees his mother taking care of one of the victims of the attack. The queen tells Adam that it was Keldor's forces that attacked the palace, and King Randor and the defenders of Eternia are currently trying to drive them back to the Dark Hemisphere. Man-At-Arms appears on his Sky Sled and tells the prince that the battle is now positioned at the eastern perimeter of the Evergreen Forest. Queen Marlena does not want her son to journey into combat, but Man-At-Arms reminds her that Prince Adam has his duty to attend to. Adam tries to claim that the Royal Palace was attacked by some number of "low-lifes," still refusing to believe he will be the defender against the evil that has returned to Eternia. The two fly towards the Evergreen Forest on their Sky Sleds while Orko tries to persuade Cringer to stand at Prince Adam's side.

At the battle site, Stratos tries to ground Beast Man atop his griffin as Teela attempts to disarm the hideous Trapjaw. Man-At-Arms arrives at the battle scene only to come face-to-face with Clawful, while Prince Adam stands off against Whiplash. At Prince Adam's request, Mekaneck extends his neck to look for King Randor, whom he sees battling Skeletor. Randor and Skeletor's battle is a furious one, mixed with skillful swordsmanship and acrobatics. Skeletor takes the advantage by using his Havoc Staff to knock Randor to the ground. He approaches the king and reveals his skull-like appearance for the first time, claiming that he is no longer Keldor. He demands to know the whereabouts of the Council of Elders, but Randor does not know. Skeletor and Beast Man take to the skies on their Griffins with King Randor as their captive; Prince Adam watches in despair.

Stratos attempts to pursue but is quickly grounded by Evil-Lyn. Adam flees the battle scene, knowing that he must make his way to Castle Grayskull. Teela is the first to notice his departure. Orko and Cringer see Adam running away from the battle site and decide that following him would be a far better option than staying. Evil-Lyn knocks Man-At-Arms from his Sky Sled with a spell just as Whiplash emerges to attack Teela. Teela defeats Whiplash only to have Evil-Lyn attack her, but Ram Man intervenes, knocking down a tree to deflect a blast of Evil-Lyn's magic. The battle continues with Man-E-Faces fighting Mer-Man and Mekaneck dueling with Tri-Klops. Clawful and Trapjaw team-up to fight Man-At-Arms, but Stratos charges Trapjaw and pushes him straight into Clawful, knocking the villains down. Mekaneck and Ram Man prepare to fight with Evil-Lyn, but she casts a spell that results in a huge explosion wiping out a portion of the Evergreen Forest, knocking her attackers back. The heroes and villains continue to battle with the Evil Warriors beginning to gain advantage.

Meanwhile, Prince Adam arrives at Castle Grayskull, the jaw-bridge already lowered. The Sorceress appears before him and Adam follows her through the maze-like corridors of the castle. Unbeknownst to him, Orko and Cringer appear at the jaw-bridge and follow him inside. Adam follows the Sorceress until she stops and the two face each other. The Sorceress taps the floor with her staff and a large portion of the floor lowers. Adam and the Sorceress enter a vast magical space adorned with large platforms and blue crystals. The pair are transported to a specific platform where Prince Adam discovers a magical crystal orb that holds the Council of the Elders' power.

The Sorceress uses her magic staff to summon a container that appears to Prince Adam; a container that holds the Sword of Power. Adam calls upon the power of Grayskull, and the orb unleashes a huge blast of energy that transforms him into He-Man. The Sorceress tells He-Man he will need a loyal companion, and Orko and Cringer's hiding place is revealed. He-Man points the sword at Cringer and a blast of power fires from the tip, transforming him into Battle Cat. The Sorceress tells He-Man that he must never reveal his secret identity to anyone. He-Man agrees, and he, Battle Cat and Orko leave Castle Grayskull, preparing to return to the battle in the Evergreen Forest.

Back at what remains of the Evergreen Forest, the heroes are falling further and further back as Skeletor's Evil Warriors continue their fierce onslaught. As the heroes attempt to develop a battle plan, Evil-Lyn turns a harmless magmatite shower into a barrage of large rocks that rain down on the warriors.

At that very moment King Randor regains consciousness, still in the grip of the Griffin. His hands still tied, Randor is dropped to the ground as Skeletor approaches him. Skeletor sends Beast Man off to aid his fellow Evil Warriors, much to Beast Man's disappointment. Skeletor continues to question King Randor on the location of the Council of Elders and the power of Eternia. Randor states that even if he did know, he would reveal nothing, prompting Skeletor to introduce him to Panthor.

The magmatite shower continues to rain down on the heroes, each being knocked unconscious one at a time. Just as Teela is about to evade a large magmatite, one of Tri-Klops' Doomseekers fires a beam that holds her in the rock's path. Just as she appears to have no hope, He-Man destroys Tri-Klops' Doomseeker and leaps to Teela's defense. Teela looks up in amazement at a shadowy figure standing before the large magmatite rock hurtling toward them...

The Beginning
Part 3

Written &
Story Edited by: DEAN STEFAN

Directed by: GARY HARTLE

SYNOPSIS

Proving that he is the most powerful man in the universe, He-Man punches the large magmatite rock hurtling towards himself and Teela. The blow is so powerful that the resulting explosion causes a large shockwave, forcing the villains to step back in amazement. He-Man— new to his powers— cannot believe that he has carried out such an astounding feat, and looks at his fists in disbelief. Man-At-Arms instantly recognizes He-Man as the more powerful form of Prince Adam, as He-Man helps a confused Teela to her feet, assuring her that he is a friend. Orko arrives and nearly reveals Adam's secret as Man-At-Arms interrupts the Trollan and claims he knows of He-Man from what the Sorceress has told him.

The villains are surprised by the appearance of the new warrior, prompting Evil-Lyn to make the magmatite shower even more powerful. He-Man uses the Sword of Power to force a large chunk of rock to break away from a ledge, and impressively lifts an entire piece of the rock side, commanding the other heroes to get behind him. The villains watch as the large rock protects the heroes from the magmatite shower. Clawful and Trapjaw contemplate attacking He-Man, but after taking another look at his strength, decide against it. Evil-Lyn slows the shower, and He-Man throws the large rock towards the villains. Seeing the rock hurtling towards them, they quickly flee.

Mekaneck reports that the villains have fallen back while He-Man approaches the heroes. He must rescue King Randor from Skeletor, but tells the heroes that they are brave warriors, dubbing them the "Masters of the Universe." He-Man and Battle Cat depart.

Suddenly a giant fish commanded by Mer-Man eats Man-At-Arms whole. The heroes watch in disbelief as the giant fish takes to the skies. At that moment, the other Evil Warriors attack the Masters with Teela pursuing the giant fish and Mer-Man on her flying disc.

Meanwhile, Skeletor is finally convinced that King Randor knows nothing of the whereabouts of the Council of Elders, and so decides that revenge is the only option left to him.

As He-Man and Battle Cat race to save King Randor, Man-At-Arms is having trouble staying away from the stomach acid of the giant fish. In desperation, he begins to use his mace to strike out at the creature's internal organs. Mer-Man decides that his giant fish should swallow some water to help make the digesting of Man-At-Arms far easier, and they head toward the sea with Teela still in hot pursuit. Mer-Man uses his trident to fire small, jagged blasts at Teela, but her spinning staff deflects his attack. Mer-Man reaches for his sword and blasts Teela with a stream of water, knocking her from her flying disc and into the sea below.

Skeletor, alongside Panthor, has King Randor at the edge of a cliff. Skeletor tells Randor to scream when he is pushed over the edge, as the villain is not sure how far down the chasm is. Just as Skeletor prepares to push King Randor over the cliff, He-Man and Battle Cat appear, ready for battle. Skeletor introduces himself and immediately fires a blast from his Havoc Staff which He-Man effortlessly deflects with the Sword of Power. He-Man introduces himself to a fallen Skeletor as King Randor remembers what the Sorceress told him all those years ago— that "a hero shall emerge to protect Eternia." Battle Cat and Panthor engage in combat as He-Man and Skeletor engage in a vicious swordfight.

Mer-Man's giant fish prepares to dive into the water, but Teela— having boarded her flying disc once more— strikes the creature's stomach, preventing it from entering the sea. Teela is suddenly attacked by strange tentacle-like sea creatures, but quickly knocks them away with her staff. Unfortunately, the distraction proves beneficial to Mer-Man and his giant fish, both of which submerge. The giant fish opens its mouth and Man-At-Arms looks on in fear as water begins to wash him ever closer to the creature's stomach acid. He throws a nitro-gas grenade into the creature's stomach, which immediately takes effect, and the creature rises to the surface as vast amounts of gas build up inside it. The creature is forced to expel the gas from its mouth and Man-At-Arms is thrown into the air, the giant fish shooting across the sea surface in the opposite direction. Teela manages to catch her father on the flying disc and the two head back to the battle, leaving Mer-Man and his giant fish defeated.

Meanwhile, He-Man and Skeletor are still dueling with their swords. He-Man disarms Skeletor and the villain's sword is thrown to the side. For a brief moment, Skeletor feigns surrender until He-Man realizes that he is controlling the discarded sword magically. After tricking the weapon into diving straight into a nearby lava pool, he knocks Skeletor into a nearby rock structure. He-Man is crushed by boulders and debris resulting from his impact, and Skeletor is stunned as He-Man emerges victoriously from the rocks. He shows no fear towards Skeletor's Havoc Staff, stating that it cannot hurt him, so Skeletor aims it at King Randor. Skeletor states that if He-Man does not allow him to leave, he will blast the ledge, sending King Randor to his doom.

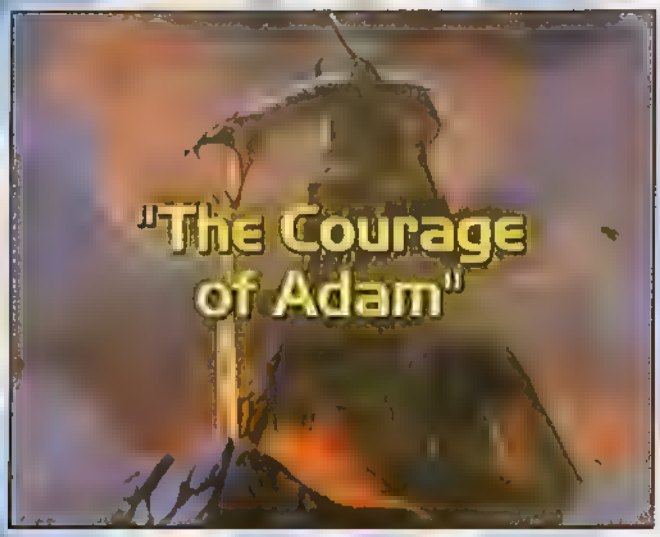
The villain climbs upon Panthor, and— as he prepares to leave— blasts the ledge, sending Randor into the chasm below. He-Man immediately leaps over the edge and manages to catch Randor, leaving the two hanging at the side of the chasm. As they contemplate how to get back to the higher ground, the other Masters arrive on the scene. Stratos is soon in the chasm offering the pair a lift.

On solid ground, He-Man tells King Randor that he will be at the Masters' side should they ever need him, and the two head off into the distance.

At the Royal Palace, Orko begins to tell the other Masters about his day, but before he can reveal Adam's secret, Man-At-Arms takes him to one side. He commends Orko never to speak of what he saw at Castle Grayskull. King Randor muses over He-Man and states that he is surely the most powerful man in the universe. Prince Adam begins questioning what traits He-Man has that he does not. Just as Adam is about to tell his parents and Teela that he is He-Man, the Sorceress— in the form of Zoar— appears at the window, and the prince realizes that he must never reveal the secret to those he cares about. Adam concludes that He-Man is a friend, with Man-At-Arms adding that he is also a great hero.

At Snake Mountain, Skeletor is furious at He-Man's recent appearance, and claims that as soon as he removes He-Man, all of Eternia will be his.

The Courage of Adam



Written &
Story Edited by: DEAN STEFAN

Directed by: GARY HARTLE

SYNOPSIS

At Snake Mountain, Skeletor is musing over the similarity regarding He-Man's sudden appearance and the disappearance of the Council of Elders. Skeletor concludes that somehow He-Man has managed to obtain the power of the Elders, and by capturing him he will be able to access that very power.

At Castle Grayskull, He-Man is fighting what appear to be Beast Man, Clawful, Trapjaw, Tri-Klops and Whiplash. Orko pleads with Man-At-Arms to help, and after much deliberation flies into battle and protects He-Man by taking a blast to the chest. Man-At-Arms reveals Skeletor's warriors to be robots with a holographic masking device. Orko makes the mistake of thinking that the lava pools nearby are also holographic projections, with disastrous consequences.

Back at Snake Mountain, a confused discussion takes place. Beast Man's hound creatures recently picked up He-Man's scent, but all they found was an item of clothing. Beast Man presents the item to Skeletor, which he angrily tosses back to his henchman, knowing the garment to be Prince Adam's. Skeletor considers He-Man's sentimentality to be his weakness and concocts a plan to capture Prince Adam, luring the hero to Snake Mountain. He passes a scroll to Tri-Klops containing plans for a device that will defeat He-Man upon his arrival.

Meanwhile, Prince Adam and Teela are playing a game of catch that involves levitating cubes and a glowing ball. Teela continually scolds Prince Adam for his departure when they fought Skeletor's Evil Warriors in the Evergreen Forest. She asks him to admit that he got scared, but after losing his patience, Adam kicks the glowing ball away from the game and leaves Teela standing on her own.

As Man-At-Arms is working on two of his vehicles, Prince Adam tells him of his recent problems after acquiring the powers of Castle Grayskull. Man-At-Arms states that under no circumstances can Adam reveal that he is He-Man. The prince believes that if he steps up in battle, He-Man may not be needed after all. Man-At-Arms is quick to dispel that theory, stating that while there is evil in the land He-Man will always be needed.

Meanwhile, Stratos stands before the king and queen, requesting permission to journey to his homeland of Avion. Stratos brings to their attention the recent trade dispute between the Avionians and the Andreenids, and King Randor tells the warrior that he should be accompanied by one of the other Masters of the Universe so the Andreenids can see that he has the king's support. Prince Adam immediately volunteers, much to Queen Marlena's disapproval. Randor is pleased to see his son acting more responsibly and allows him to accompany Stratos to Avion.

Skeletor is watching footage caught of Prince Adam and Teela having their argument, and believes that the prince's weakness is his pride. Mer-Man informs Skeletor that Prince Adam and Stratos have been spotted crossing the Sea of Rakash. Skeletor determines that they are on their way to Avion and will have to pass through the Eye of Zarcane.

Just as Stratos and Prince Adam are about to pass through the Eye of Zarcane they are ambushed by Clawful, Trapjaw, Tri-Klops and Whiplash. Tri-Klops manages to knock Prince Adam from his Battle Hawk and the villains capture him, leaving Stratos buried under a rockfall.

At the Royal Palace Orko presents King Randor and Queen Marlena with a box. Randor reads a message from Skeletor, informing them that their son has been captured. As further proof to a doubting Orko, the box contains Prince Adam's sword.

At Snake Mountain, Skeletor quips to Evil-Lyn that He-Man will soon be on his way.

Meanwhile, Man-At-Arms prepares Cringer to journey to Snake Mountain and return the Sword of Power to Adam. He informs Orko that he is to accompany Cringer, much to his disappointment.

At the entrance to Snake Mountain, Orko casts a spell on Cringer so that his skin pigmentation resembles that of Panthor. Thus a small and scared purple "Panthor" enters Snake Mountain as Mer-Man and Whiplash look on in bewilderment. Cringer locates Prince Adam, but is soon chased off by one of Tri-Klops' Doomseekers.

Skeletor confronts Prince Adam and creates a spell, causing large spikes to emerge from the walls of his prison and begin to move toward him. Trapjaw reports that He-Man has just been sighted outside Snake Mountain, confusing Adam beyond belief.

While Skeletor's Evil Warriors fight He-Man, Man-At-Arms, Ram Man and Teela make their way into Snake Mountain. While fighting, Skeletor reveals He-Man to be nothing more than a robot. Inside, just as the spikes are inches away from Prince Adam, the Masters enter and save him. Skeletor's warriors appear, and Adam— wanting to prove himself — leaps into battle and strikes out at the villains until Whiplash grounds him with a blow from his tail. Man-At-Arms causes a rockfall and they prepare to leave Snake Mountain.

Outside on a ledge they watch as Skeletor unveils Tri-Klops' latest creation, built to Skeletor's specifications. A giant bone monster knocks Man-At-Arms, Ram Man and Teela far below, while Prince Adam and Cringer dart back into Snake Mountain and transform into He-Man and Battle Cat.

He-Man and Battle Cat lead the bone into the surrounding land mass where lava is close to the surface. The ground cannot take the creature's weight and gives way, pulling the monster into the lava. Just as He-Man is about to confront Skeletor, the villain is taken to safety by his Bat Fight-Pack.

The Masters make their way back to the Royal Palace and Adam realizes he has learned a valuable lesson. He-Man will always be needed.

Sky War

Written by: MICHAEL REAVES

Story Edited by: DEAN STEFAN

Directed by: GARY HARTLE

SYNOPSIS

At Snake Mountain, Skeletor is reprimanding Beast Man and Tri-Klops for not having any creative ideas. Beast Man tells the two that he has learned of a meeting due to take place between Buzz-Off and Stratos. Skeletor commands Beast Man to send one of his gargoyle spies to Andreenos, the home of Buzz-Off, located deep within the Mystic Mountains. He knows that the Andreenids make Ambrosia, a miracle food that gives power to the individual who tastes it.

At the Royal Palace, King Randor is trying to help solve problems in a trade dispute between Andreenos and Avion, the respective homes of Buzz-Off and Stratos. Man-At-Arms states that it would be wise to present a united front to the evil that is Skeletor, but Buzz-Off has no wish to form an alliance, believing them to be for the weak. Prince Adam is disgusted by Buzz-Off's attitude and quick departure, yet Teela finds it surprising that Adam— who flees a battle scene so quickly— can fault Buzz-Off. Teela and Randor agree that Prince Adam is sometimes "ill-informed" in matters of state.

As Buzz-Off and his fellow Andreenids fly back to Andreenos, Buzz-Off muses to himself that only the strong survive. At that moment, they are blasted out of the sky by what appear to be Avionians. The Andreenids give chase, but lose them when flying through heavy cloud cover. Buzz-Off and his warriors agree that Stratos must have attacked them because of their decision not to form an alliance.

Meanwhile, Stratos, his sister Hawk and their Avionian friends are flying back to Avion when they are attacked. Stratos and his warriors agree that their attackers looked like Andreenids. Hawk guesses that Buzz-Off must have attacked because he is not willing to resolve the trade dispute between Andreenos and Avion.

At the Royal Palace, King Randor learns from his northern outposts that both the Andreenids and Avionians have been attacked by unknown sources. Prince Adam and Cringer overhear the conversation between Randor and Man-At-Arms, and once out-of-sight transform themselves into He-Man and Battle Cat. The two leave for the Mystic Mountains and catch sight of Teela.

At Snake Mountain, Evil-Lyn fears that her spell which made Beast Man's goblins appear as Andreenids and Avionians is beginning to wear off, but Skeletor assures her that they have served their purpose now that Buzz-Off and Stratos do not trust one another. Beast Man informs Skeletor that one of his gargoyle spies has seen He-Man and Battle Cat, and Skeletor immediately sends Beast Man, Clawful and Trapjaw to intercept He-Man before he reaches the Mystic Mountains.

He-Man, Teela and Battle Cat fly across the Vine Jungle in their Battle Hawk vehicles when they are attacked by Skeletor's warriors flying on Terrordactyl vehicles. The heroes depart their damaged crafts, but are attacked by the vines in the jungle and are completely overwhelmed. He-Man uses his sword, deflecting the villains' laser fire to cut the vines, freeing his friends. He-Man soon defeats the Evil Warriors and rather than facing capture, Beast Man's giant griffin creatures take them away from the battle scene.

Man-At-Arms brings King Randor news that both Buzz-Off and Stratos are accusing the other of the strange attacks. Randor fears that a war between Andreenos and Avion will devastate the Mystic Mountains.

At Snake Mountain, Skeletor watches as King Randor delivers an urgent speech to both the Andreenids and Avionians via visual communication. Skeletor orders Tri-Klops to intercept Randor's speech, which he successfully does. Thus, Buzz-off and Stratos both receive messages from King Randor stating that the other is planning something dreadful. But both leaders are a little apprehensive regarding the declaration of war, and decide to send their respective ambassadors with a small force.

He-Man, Battle Cat and Teela are passing through the Eye of Zahr-kain when Beast Man, Clawful and Trapjaw set a bomb which causes a rockfall and delays the heroes. He-Man begins to realize that Skeletor's plan must be nearing completion. Just as the three emerge from the Eye of Zahr-kain, they witness a horrible sight: the Andreenids and the Avionians flying toward each other, weapons drawn!

At Andreenos, Skeletor, Evil-Lyn and Tri-Klops attack and meet minimal resistance. Skeletor commands his warriors to load up the Collector with the Ambrosia and takes a bite of the magical food, boosting his power and transforming his physical appearance.

Both Buzz-Off and Stratos issue orders that they will only attack if provoked, so the two forces stand on opposing rock structures. Skeletor, Evil-Lyn and Tri-Klops attack He-Man in their new physically stronger forms. The villains effortlessly defeat the heroes and Skeletor tells He-Man that he instigated the war to obtain the Ambrosia. Skeletor manages to fool both the Andreenids and the Avionians into beginning their battle.

As Skeletor appears to be winning his fight with He-Man, the Ambrosia effect wears off. Skeletor cannot believe that the power of the Ambrosia has gone, while He-Man reveals that only the Andreenids can use the Ambrosia without any side effects. Skeletor realizes that He-Man knew this all along and goaded him in battle, causing the power to be used up at a much faster rate. He-Man takes to the skies in Skeletor's Terrordactyl to stop the battle in the air above them, and absorbs a huge blast from both sides intent on firing at each other. The two sides stop as He-Man explains Skeletor's plan and lets them know that if they continue fighting, Skeletor is the only one who will win.

At the Royal Palace, Buzz-Off and Stratos declare their dispute over and that from now on they will fight as allies.

The Deep End

Written by: BROOKS WACHTEL

Story Edited by: DEAN STEFAN

Directed by: GARY HARTLE

SYNOPSIS

At the Royal Palace, Man-At-Arms attempts to modify his Bashin' Beetle vehicle. Orko arrives and begins to interfere with his work. A sudden power surge surprises the two. Man-At-Arms detects that the source of the power surge is emanating from the Sea of Rakash.

In Snake Mountain, Skeletor impatiently awaits Tri-Klops' test on a weapon. The test begins, but the weapon explodes, leaving Skeletor none too pleased. Just as he is about to punish Tri-Klops, Evil-Lyn arrives with Clawful and Trapjaw and announces that the failure of the test was not Tri-Klops' doing. She explains that the explosion was caused by the continued existence of the coridite crystal, long thought destroyed during the destruction of the Mystic Wall. Skeletor orders his warriors to return to where the Mystic Wall once stood and retrieve the crystal.

In the Sea of Rakash, Man-At-Arms begins his underwater search for the crystal while Prince Adam, Cringer and Teela remain on dry land.

Meanwhile, Skeletor's warriors continue their search where the Mystic Wall once stood. Skeletor notices a piece of sea plant-life and immediately deduces that Mer-Man has possession of the coridite crystal. Evil-Lyn casts a spell on Beast Man, Clawful and Trapjaw which enables them to breathe underwater, and Clawful summons four Killer Squid vehicles so the villains can make their way to Mer-Man much faster.

Man-At-Arms arrives at the source of the recent power surge—Mer-Man's lair. Mer-Man is planning to harness the coridite crystal's power so that every inhabitant of the ocean will eventually serve him. An explosion from the crystal causes Mer-Man to delay his plans, and Man-At-Arms immediately confronts him as the villain's warriors begin to attack. Man-At-Arms manages to grab the crystal from Mer-Man's hands, and hides as Evil-Lyn and the other villains make their way to Mer-Man's lair.

Prince Adam and Teela notice that Orko has vanished, much to Man-At-Arms' aggravation as Orko accidentally reveals Man-At-Arms' location to the villains. Mer-Man is about to retrieve the artifact when his giant fish swallows both Man-At-Arms and the coridite crystal. Orko quickly leaves the scene to tell the others while the other villains inform Mer-Man that they will not be the ones to retrieve the crystal.

Unexpectedly, the coridite causes a mutation inside the giant fish, making the creature extremely powerful and dangerous. The mutation causes the creature to attack the villains and they quickly flee. Inside the creature, the mutation causes its internal organs to attack Man-At-Arms. The creature is now able to walk on land and begins to attack a small village close to the Sea of Rakash. Teela summons the other Masters to the sea, only to learn from Orko that her father and the coridite crystal are inside the giant fish. Prince Adam and Cringer quickly leave the scene and transform into He-Man and Battle Cat.

He-Man, Battle Cat and Teela lead the creature away from the village, just as Buzz-Off and Stratos arrive. They lead the creature into a dense forest where Teela stands out in the open as bait. As the creature roars upon seeing Stratos snatch Teela from its path, He-Man leaps into the mouth of the great fish.

Inside the giant fish, Man-At-Arms is swept further into the creature's stomach, and a series of spiked walls form, one of which traps his leg. He-Man hears his friend scream in agony and quickly locates him. He finds the coridite crystal and passes it to Man-At-Arms. Both he and the crystal are lost when the fish's internal body acid takes him further down its stomach. But just as quickly, Man-At-Arms resurfaces with the crystal. He-Man draws his sword to help pull his friend to safety, but surprisingly the coridite crystal reacts with the sword and suddenly Castle Grayskull is revealed as the source of a great power.

The giant fish begins to make its way toward Grayskull with the assembled Masters puzzled as to why.

The Sorceress watches as the creature plows through the dense forestry while the villains— still at the Sea of Rakash— begin their chase for the coridite crystal.

Man-At-Arms appears on Teela's Battle Hawk viewscreen and commands her not to let the creature reach Castle Grayskull, even if it means destroying the creature and killing him and He-Man in the process.

The Masters all stand ready in defense of the castle, while inside the giant fish, He-Man manages to climb up to the mouth with Man-At-Arms on his back. As the Masters are about the fire, the two emerge from the creature's mouth, and He-Man knocks the creature into the abyss surrounding Castle Grayskull.

The coridite becomes unstable, and Man-At-Arms warns He-Man that it is about to explode. He-Man decides to try and absorb the power through his sword. A massive explosion takes place and when the smoke is cleared all that can be seen is a stone statue of He-Man. The villains begin cheering, thinking He-Man is no more, but the hero emerges from his stone-like state.

In Snake Mountain, Skeletor briefly punishes Mer-Man for his disloyalty, but is not as irritated as he usually would be under normal circumstances. Skeletor claims he has gained an important piece of knowledge during the situation. As a result of Teela's reluctant acceptance to sacrifice her father in defense of Castle Grayskull, he knows that something of great power must dwell within.

Eternia...

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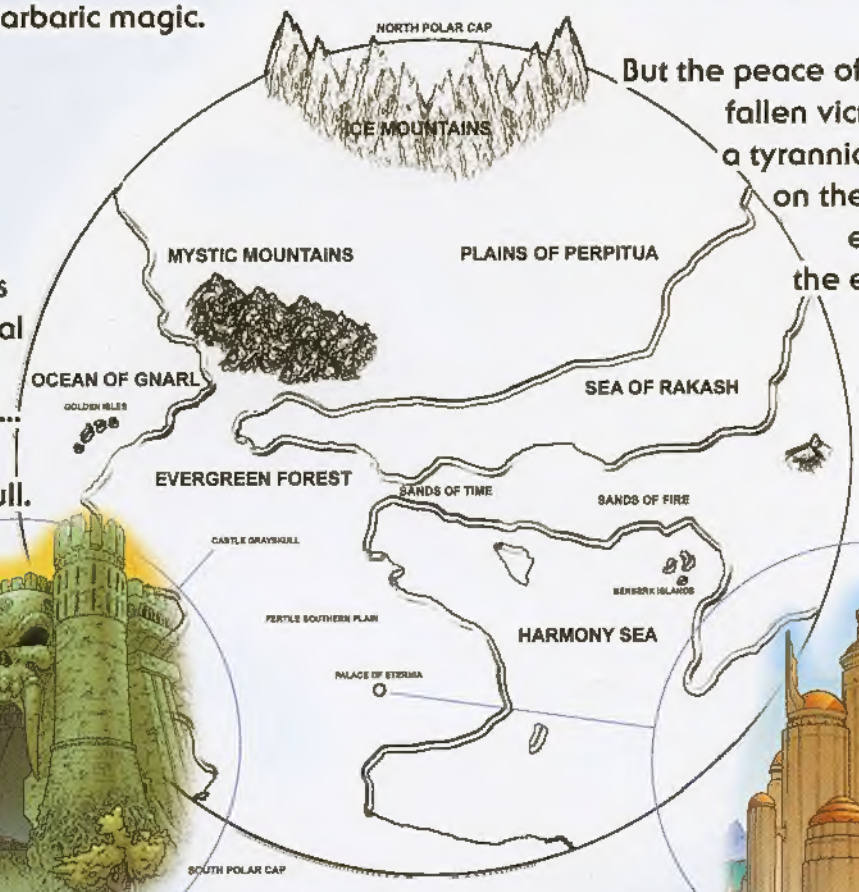

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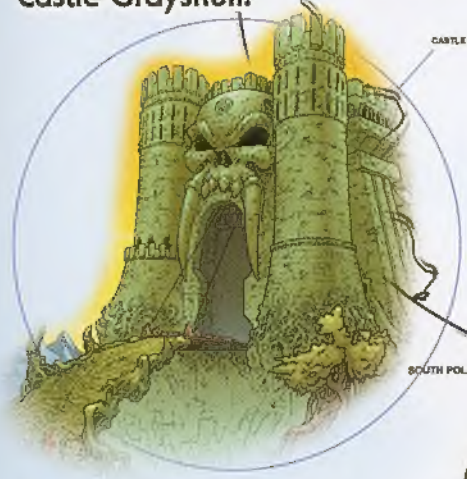

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